

# Exhibit D



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Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: February 14, 2017

066648 1 Client # 066648 Official Committee of Unsecured Creditors  
 Matter # 1 Dowling College

Invoice # 116887

Professional services

			<u>Hours</u>	<u>Amount</u>
<b><u>Asset Analysis</u></b>				
12/14/16	ACA	Review lien issues	0.40	250.00
12/15/16	ACA	Conference with Kenneth P. Silverman regarding continuing review of security lien and collateral documentation for bond holders	0.50	312.50
12/23/16	ACA	Review bank documents regarding bond liens	3.30	2,062.50
01/03/17	RJF	Confer with Anthony C. Acampora regarding lien analysis	0.20	117.00
01/03/17	ACA	Confer with Ronald J. Friedman regarding lien analysis	0.20	125.00
01/03/17	ACA	Review bond documents in connection with potential claim objection	1.20	750.00
01/04/17	ACA	Review bond documents in connection with potential claim objection	1.80	1,125.00
01/05/17	ACA	Review bond lien documents	2.80	1,750.00
01/06/17	ACA	Review documents in connection with bond liens	1.30	812.50
01/09/17	ACA	Review lien documents for Suffolk Industrial Development Agency	3.00	1,875.00
01/10/17	ACA	Review and analyze lien documents relating to Suffolk IDA	1.50	937.50
01/11/17	KPS	Conference with Ronald J. Friedman regarding negotiating settlement of lender claims in plan	0.20	139.00

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		process			
01/16/17	ACA	Review bond documents	1.60	1,000.00	
01/17/17	ACA	Review and analyze bond documents	1.40	875.00	
01/17/17	ACA	Review insurance policies regarding potential litigation	2.20	1,375.00	
01/18/17	PMC	Review Debtors Initial Report re: trust/endowment funds and discuss with Ronald J. Friedman	0.30	127.50	
01/18/17	ACA	Conference with Kenneth P. Silverman regarding review of director's and officers insurance and potential claims against board of directors	0.20	125.00	
01/18/17	ACA	Review IDA documents	1.10	687.50	
01/18/17	RJF	Conference with Patricia M. Colgan regarding charitable trust documents for endowment or restricted accounts	0.10	58.50	
01/19/17	BWP	Review and reply to e-mail from Lori Zaikowski regarding endowed scholarship funds and Debtor's investigation into same	0.30	97.50	
01/20/17	BWP	Review e-mail from Lauren Kiss and related documents concerning funds held by TD Wealth	0.40	130.00	
01/20/17	ACA	Continue bond lien analysis	1.90	1,187.50	
01/23/17	GRL	Review correspondence from Lauren Kiss regarding judgment lien search	0.10	58.50	
01/23/17	BWP	Review lien search documents provided by Debtor's counsel	0.40	130.00	
01/23/17	ACA	Review Suffolk IDA liens	1.70	1,062.50	
01/24/17	ACA	Review IDA bonds and liens	3.10	1,937.50	
01/24/17	ACA	Continue bond lien review and analysis	1.00	625.00	
01/24/17	ACA	Conference with Kenneth P. Silverman regarding lien analysis issues	0.40	250.00	
01/25/17	KPS	Conference with Anthony C. Acampora regarding potential sources of recoveries	0.20	139.00	
01/27/17	ACA	Review bond documents and begin drafting memorandum regarding lien issues	3.10	1,937.50	
01/30/17	ACA	Continue bond analysis; continue drafting lien memorandum	4.30	2,687.50	
<b>Subtotal</b>		<b>Asset Analysis</b>	<b>40.20</b>	<b>\$24,747.00</b>	
<b><u>Asset Sale</u></b>					
12/13/16	GRL	Telephone call from Ronald J. Friedman regarding call with real estate brokers	0.30	175.50	
12/13/16	RJF	Telephone call with Sean Southard, counsel to Debtor regarding bid procedures and proposed	0.50	292.50	

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		revisions			
12/13/16	RJF	Review and analyze motion to approve bid procedures and bid procedures and proposed order and revise same	0.70	409.50	
12/14/16	GRL	Review correspondence from Ronald J. Friedman regarding revised bid procedures (.1); review procedures (.2); review correspondence from Ronald J. Friedman to Sean Southard regarding co-broker provision (.1)	0.40	234.00	
12/14/16	GRL	Review correspondence from Ronald J. Friedman regarding revised bid procedures and review revisions (.2)	0.20	117.00	
12/15/16	KPS	Telephone call to Ronald J. Friedman regarding sale and marketing materials	0.20	139.00	
12/16/16	RJF	Prepare correspondence to Andy Graiser of A&G regarding marketing brochure and status report	0.20	117.00	
12/16/16	RJF	Review marketing materials and case status report of inquiries from interested parties	0.30	175.50	
12/16/16	GRL	Review correspondence from Sean Southard regarding Court's revisions to bid procedures (.1); review correspondence from Rich McCord regarding same (7 emails) (.4); review revised notice and order and bid procedures (.3); review correspondence from Ronald J. Friedman regarding same (.1)	0.90	526.50	
12/19/16	KPS	Conference with Ronald J. Friedman regarding potential stalking horse contract vendee	0.20	139.00	
12/20/16	KPS	Conference with Ronald J. Friedman regarding sale and bid procedures	0.20	139.00	
12/22/16	KPS	Conference with Gerard R. Luckman regarding sales and marketing strategy	0.20	139.00	
12/22/16	GRL	Conference with Kenneth P. Silverman regarding sales and marketing strategy	0.20	117.00	
12/22/16	RJF	Conference with Andy Graiser, Emilio Amendola both of A&G Realty Partners, Jeff Hubbard of Madison Hawk real estate and Kenneth P. Silverman regarding sale of Oakdale campus, stalking horse process, due diligence data room and preliminary Brookhaven sale process thoughts and analysis	1.50	877.50	
12/22/16	RJF	Conference with Kenneth P. Silverman regarding sale process for Oakdale and Brookhaven properties	0.50	292.50	
12/22/16	KPS	Prepare for and conduct conference with real estate marketing brokers and Ronald J. Friedman regarding sale and marketing strategy and case background	1.50	1,042.50	
12/22/16	KPS	Conference with Ronald J. Friedman regarding examining land use and lien issues concerning sales	0.50	347.50	

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		and marketing of real property			
12/23/16	BWP	Confer with Ronald J. Friedman regarding bar date application	0.20		65.00
12/23/16	RJF	Telephone call with Emilio Amendola of A&G Realty Partners following call with Warren and Adam and Mayer Brown counsel for potential purchaser of Oakdale	0.20		117.00
12/23/16	RJF	Conference call with Emilio Amendola, Bob Koen of Mayer Brown and clients of Mayer Brown, Adam Dweck and Warren regarding stalking horse interest in Oakdale property	0.40		234.00
12/27/16	RJF	Prepare emails with buyer's link from Emilio Amendola to send to Blumenfeld Development and Engel Burman, memo to Andy Graiser, Jeff Hubbard and Emilio Amendola regarding same	0.20		117.00
01/06/17	GRL	Review correspondence from Neil Bivona regarding information related to proposed sale of residential properties (.1); review summary of proposal (.1)	0.20		117.00
01/06/17	GRL	Review correspondence from Neil Bivona regarding sale of residences (.1); review correspondence from Ronald J. Friedman regarding same (.1)	0.20		117.00
01/06/17	GRL	Review correspondence from Sean Southard regarding procedures from 2015 bonds (.1); review correspondence from Ronald J. Friedman regarding same (.1)	0.20		117.00
01/06/17	KPS	Conference with Ronald J. Friedman regarding review of bid procedures; potential contract of sale; retention of zoning and land use professional	0.30		208.50
01/09/17	RJF	Receive and review correspondence from Neil Bivona regarding residential real property sales	0.10		58.50
01/09/17	GRL	Review correspondence from Neil Bivona regarding listing other residences for sale (.1); review attachments with market analysis for each property (.2)	0.30		175.50
01/13/17	GRL	Conference with Kenneth P. Silverman regarding preparation of report for creditors' committee	0.20		117.00
01/13/17	RJF	Receive and review correspondence from Neil Bivona regarding 3 residential real estate listings and proposed price for same	0.10		58.50
01/13/17	GRL	Review correspondence from Neil Bivona regarding sales process; review correspondence from Ronald J. Friedman and Rob Rosenfeld regarding same	0.20		117.00
01/13/17	KPS	Conference with Ronald J. Friedman regarding sale of residential units	0.20		139.00
01/17/17	RJF	Review correspondence re asset sales status from	0.30		175.50

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		Bob Rosenfeld			
01/17/17	GRL	Review correspondence from Robert Rosenfeld regarding sales update (.2); review correspondence from Ronald J. Friedman regarding same (.1)	0.30		175.50
01/23/17	KPS	Conference with Ronald J. Friedman regarding Final DIP and negotiations regarding same	0.10		69.50
01/23/17	RJF	Receive and review correspondence from Robert Rosenfeld regarding sale status from AG and Madison Hawk	0.20		117.00
01/23/17	GRL	Review correspondence from Robert Rosenfeld regarding sales update	0.10		58.50
01/27/17	GRL	Review correspondence from Robert Rosenfeld regarding sales status report (.2); review correspondence from Ronald J. Friedman regarding same (.1)	0.30		175.50
01/30/17	JBF	Telephone call with prospective bidder; conference with Brian Powers; prepare email	0.50		247.50
		<b>Subtotal</b>		<b>Asset Sale</b>	
			13.30		\$8,057.50
<b><u>Case Administration</u></b>					
01/01/16	RJF	Conference with Kenneth P. Silverman regarding hearings on first day orders including; DIP financing; bid procedures; compensation and retention applications and related materials	0.50		292.50
12/12/16	GRL	Conference with Brian Powers and Kenneth P. Silverman regarding creditor committee bylaws and procedures	0.30		175.50
12/12/16	BWP	Conference with Kenneth P. Silverman and Gerard R. Luckman regarding creditor committee bylaws and procedures	0.30		97.50
12/12/16	GRL	Review correspondence from Ronald J. Friedman and Sean Southard regarding scheduling a conference call with lenders	0.20		117.00
12/12/16	GRL	Review transcript of first day hearings	0.80		468.00
12/12/16	GRL	Review and revised committee bylaws	0.30		175.50
12/12/16	GRL	Review correspondence from Lauren Kiss regarding contact list and conflict checklist (.1); review list (.2); review correspondence from Ronald J. Friedman and Sean Southard regarding call to discuss pending matters (.2)	0.50		292.50
12/12/16	ACA	Review transcript of first day hearings	1.00		625.00
12/12/16	KPS	Conference with Gerard R. Luckman and Brian Powers regarding creditor committee bylaws and procedures	0.30		208.50

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12/12/16	BWP	Draft correspondence to Committee members regarding draft bylaws	0.20		60.00
12/13/16	RJF	Office conference with Kenneth P. Silverman, Brian Powers, and Gerard R. Luckman regarding revisions to DIP Financing agreement, retention orders for real estate brokers, sales procedures for Oakdale and residential portfolio, and questions for Committee members	1.20		702.00
12/13/16	GRL	Conference with Kenneth P. Silverman, Ronald J. Friedman and Brian Powers regarding DIP financing, retention orders, questions for and from the Committee	1.20		702.00
12/13/16	GRL	Review correspondence from Lauren Kiss regarding confidentiality agreement (.1)	0.10		58.50
12/13/16	KPS	Conference with Gerard R. Luckman regarding negotiation of first day orders with lenders and brokers	0.20		139.00
12/13/16	KPS	Office conference with Brian Powers, Gerard R. Luckman, Ronald J. Friedman and Kenneth P. Silverman regarding revisions to DIP financing agreement, retention orders for real estate brokers, sales procedures for Oakdale and residential portfolio, and questions for committee members and bylaws	1.20		834.00
12/13/16	KPS	Conference with Brian Powers regarding revisions to creditor committee bylaws; review emails from committee members and confer with Brian Powers	0.20		139.00
12/13/16	BWP	Draft Committee's omnibus statement with respect to certain first day motions	0.70		210.00
12/13/16	BWP	Office conference with Kenneth P. Silverman, Ronald J. Friedman, and Gerard R. Luckman regarding revisions to DIP Financing agreement, retention orders for real estate brokers, sales procedures for Oakdale and residential portfolio, and questions for Committee members	1.20		360.00
12/13/16	BWP	Review e-mail from Lori Zaikowski regarding revisions to bylaws; draft correspondence to Committee members regarding same	0.30		90.00
12/13/16	BWP	Draft correspondence to Committee members regarding updates with respect to discussions with Debtor's and lenders' counsel and scheduling Committee meeting	0.20		60.00
12/14/16	GRL	Telephone call to Sean Southard regarding Plan Support Agreement, case issues	0.30		175.50
12/14/16	GRL	Conference with Brian Powers and Ronald J. Friedman regarding preparation for hearing	0.30		175.50

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12/14/16	GRL	Prepare for hearing on December 15 (.7); conference with Ronald J. Friedman regarding same (.4); and calls with brokers and Debtor's counsel regarding motions (.6)	1.70		994.50
12/14/16	ACA	Review first day hearing transcript	1.00		625.00
12/14/16	KPS	Review filings and schedules of debt; confer with Gerard R. Luckman	0.20		139.00
12/14/16	KPS	Conference with Gerard R. Luckman regarding preparation for hearings on pending applications for retention of brokers; bid procedure; compensation; first day banking and premium financing and related issues	0.50		347.50
12/14/16	BWP	Review file and prepare exhibits in connection with hearings scheduled for 12/15	2.20		660.00
12/14/16	BWP	Draft correspondence to Committee members regarding bylaws; review responses to same and reply	0.30		90.00
12/14/16	BWP	Review and reply to e-mail from Lauren Kiss regarding Committee's responses to first day motions	0.20		60.00
12/14/16	MC	E File Committee's Statement Regarding Certain of the Debtor's First Day Motions	0.10		14.00
12/15/16	KPS	Prepare for and participate in hearings on retention, insurance premium financing, banking and related applications	3.70		2,571.50
12/15/16	KPS	Prepare for and participate in post hearing conference with creditors' committee on case management, claims and sales marketing and strategy issues	1.00		695.00
12/15/16	LMM	Returned call to Laine Armstrong as counsel to Marty Schainholz regarding case status	0.10		21.00
12/15/16	BWP	Attend final hearings on first day motions	1.40	No Charge	
12/16/16	GRL	Conference with Kenneth P. Silverman regarding case administration and conferences with professionals	0.20		117.00
12/16/16	RJF	Review and finalize proposed orders following Court hearings, prepare correspondence to Klestadt Winters regarding same	0.50		292.50
12/16/16	RJF	Telephone call with Sean Southard and Lauren Kiss counsel to Debtor regarding Madison Hawk and A&G Realty order	0.20		117.00
12/16/16	GRL	Conference with Kenneth P. Silverman and Ronald J. Friedman regarding case issues and assets	0.30		175.50
12/16/16	GRL	Review correspondence from Lauren Kiss regarding form of interim compensation order (.1); review correspondence from Richard McCord regarding	0.20		117.00



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12/16/16	GRL	Review correspondence from Ronald J. Friedman and Robert Rosenfeld regarding D&O policies, financials and tax returns (5 emails)	0.30		175.50
12/16/16	KPS	Conference with Ronald J. Friedman regarding hearings on first day orders including; DIP financing; bid procedures; compensation and retention applications and related materials	0.50		347.50
12/16/16	KPS	Conference with Gerard R. Luckman regarding review of case documents turned over by chief restructuring officer	0.20		139.00
12/16/16	KPS	Conference with Gerard R. Luckman regarding case administration and conferences with professionals	0.20		139.00
12/16/16	LMM	Returned second call from Laine Armstrong regarding her client, Marty Schoenhals, a former Professor/Chair of Anthropology Department who has a pending lawsuit against the Debtor for Breach of Contract, wrongful termination, and age discrimination who wishes to join the creditor's committee	0.20		42.00
12/16/16	LMM	Confer with Ronald J. Friedman regarding Dowling College creditor Marty Schoenhals request to join creditor's committee, pending lawsuit, status of claims bar date and hearings on 12/15/16	0.20		42.00
12/16/16	BWP	Review e-mail from Lauren Kiss regarding revised interim compensation order; review revised order	0.40		120.00
12/16/16	BWP	Telephone call with Lauren Kiss regarding revisions to orders	0.40		120.00
12/16/16	BWP	Draft correspondence to Committee regarding confidentiality agreement between Committee and the Debtor; review replies	0.20		60.00
12/16/16	BWP	Review multiple orders of the Court granting first day motions	0.50		150.00
12/19/16	GRL	Review correspondence from Michael LoRusso regarding confidentiality agreement	0.10		58.50
12/19/16	BWP	Review and reply to e-mails from Committee members regarding confidentiality agreement; telephone call with Mike LoRusso regarding same	0.40		120.00
12/21/16	RJF	Conference with Sean Southard, counsel to Debtor, Neil Bivona and Bob Rosenfeld of RSR/CRO and Kenneth P. Silverman and Gerard R. Luckman regarding case status and go through 17 point agenda of case background, sale process and claims	4.00		2,340.00
12/21/16	GRL	Conference with Debtor's counsel and CRO regarding case issues, asset sales and retentions	4.50		2,632.50

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12/21/16	KPS	Prepare for and confer with Sean Southerd, Robert Rosenfeld and Ronald J. Friedman regarding case management; sales and marketing and potential claims	4.50	3,127.50
12/21/16	KPS	Conference with Lynne M. Manzolillo regarding review of claims and related issues concerning creditor contact	0.20	139.00
12/21/16	LMM	Review correspondence from Martin Schoenhals regarding status of case, likelihood of repayment, request for information regarding appointment of a Trustee, etc.; draft memo to Ronald J. Friedman and Kenneth P. Silverman regarding same in anticipation of drafting response	0.10	21.00
12/21/16	LMM	Returned call to Martin Shcoenhals regarding his inquiries with respect to case status, appointment of Trustee, why he was not served nor was his counsel with Committee Questionnaire or was not give opportunity to serve on Committee	0.10	21.00
12/22/16	GRL	Review correspondence from Lauren Kiss regarding stipulation extending time to file its statement regarding stipulation	0.20	117.00
12/22/16	GRL	Review correspondence from Lauren Kiss regarding bar date application and notice, review application and notice	0.40	234.00
12/22/16	GRL	Review correspondence from Robert Rosenfeld regarding real estate schedule	0.10	58.50
12/23/16	RJF	Conference with Kenneth P. Silverman regarding case management issues; claims resolution process; committee process	0.40	234.00
12/23/16	RJF	Correspondence with Lauren Kiss regarding signature approval of stipulation extending time regarding bank account restricted funds disclosure	0.10	58.50
12/23/16	GRL	Review correspondence from Rich McCord regarding Stipulation extending time and Bar date application	0.10	58.50
12/23/16	GRL	Review correspondence from Anthony C. Acampora to Ian Hummel regarding review of documents provided	0.10	58.50
12/23/16	KPS	Conference with Ronald J. Friedman regarding case management issues; claims resolution process; committee process	0.40	278.00
12/26/16	GRL	Review correspondence from Lori Zaikowski regarding computer storage issues	0.10	58.50
12/27/16	RJF	Confer with Gerard R. Luckman regarding negotiations with DIP lenders and structure of carve out	0.20	117.00

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12/27/16	GRL	Conference with Ronald J. Friedman regarding discussions with Lenders regarding proceeds for the estate	0.20	117.00
12/28/16	GRL	Review correspondence from Sean Southard regarding tenant security deposits and GOL; draft reply	0.20	117.00
12/28/16	GRL	Review correspondence from Ian Hummel regarding comments to bar date order	0.10	58.50
12/28/16	BWP	Review bar date motion, order, and notice (1.7); draft correspondence to working group regarding same (.2)	1.90	570.00
12/28/16	BWP	Review e-mails from Sean Southard and Gerard R. Luckman regarding deposits held from tenants of real property	0.20	60.00
12/29/16	RJF	Review retention materials	0.20	117.00
12/30/16	RJF	Telephone call to Kenneth P. Silverman regarding case status and treatment of DIP claim	0.30	175.50
12/30/16	KPS	Telephone call to Ronald J. Friedman regarding case status and treatment of DIP claim	0.30	208.50
01/03/17	RJF	Telephone call from Dan Askanzi re Cherlene Askenazi creditor of estate, holder of 2006 bonds	0.10	58.50
01/03/17	RJF	Conference with Gerard R. Luckman regarding final DIP order proposed	0.10	58.50
01/03/17	GRL	Review correspondence from Kenneth P. Silverman regarding estate carve out	0.10	58.50
01/04/17	GRL	Prepare budget for estimated fees	0.20	117.00
01/04/17	BWP	Review and reply to e-mail from Lauren Kiss regarding confidentiality agreement between Debtor and Committee; telephone call with Lauren Kiss regarding same	0.30	90.00
01/05/17	BWP	Conference with Kenneth P. Silverman regarding preparation for status conference and hearings on retention applications and DIP financing order	0.20	65.00
01/05/17	GRL	Review correspondence from Brian Powers to Committee members regarding large case budget	0.10	58.50
01/05/17	KPS	Conference with Brian Powers regarding preparation for status conference and hearings on retention applications and DIP financing order	0.20	139.00
01/05/17	KPS	Conference with Gerard R. Luckman regarding preparation for hearing on status and related issues	0.30	208.50
01/05/17	BWP	Review e-mail from Lauren Kiss regarding revised bar date application, order, and notice; review proposed documents	0.50	150.00
01/05/17	MC	E File Committee's Limited Opposition to Entry of	0.10	15.00

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		Final Order Authorizing Debtor in Possession Financing		
01/06/17	GRL	Review correspondence from Lauren Kiss regarding filing of the bar date application	0.10	58.50
01/06/17	GRL	Review correspondence from Brian Powers regarding 341 meeting of creditors	0.10	58.50
01/06/17	GRL	Review correspondence from Sean Southard to United States Trustee regarding sales procedures (.1); review correspondence from Sean Southard to United States Trustee regarding proposed final DIP order (.1)	0.20	117.00
01/06/17	BWP	Review file and prepare exhibits in connection with hearings on 1/10	0.80	240.00
01/09/17	RJF	Conference with Kenneth P. Silverman regarding Court hearing preparation	0.20	117.00
01/09/17	BWP	Review file and prepare exhibits in connection with hearings scheduled for 1/10	0.60	180.00
01/09/17	BWP	Telephone call with Lauren Kiss regarding 1/10 hearings	0.20	60.00
01/10/17	GRL	Conference with Brian Powers regarding hearing dates and work to be done	0.30	175.50
01/10/17	KPS	Review applications and prepare for hearing on Omnibus retention applications; confer with lender's counsel pre-hearing	1.00	695.00
01/10/17	KPS	Prepare for and attend status conference and hearings concerning Omnibus retention applications and DIP financing orders	3.00	2,085.00
01/11/17	BWP	Review Debtor's initial report of potentially restricted accounts	0.30	97.50
01/12/17	KPS	Telephone call to Ronald J. Friedman regarding preparation of memo for creditors' committee	0.20	139.00
01/13/17	RJF	Revise memorandum to Creditors Committee regarding status of proceedings	0.20	117.00
01/13/17	RJF	Review email correspondence from Joe Labuda regarding update on case and prepare response providing update	0.20	117.00
01/13/17	KPS	Conference with Gerard R. Luckman regarding preparation of report for creditors' committee	0.20	139.00
01/13/17	LMM	Returned call to Gretchen of Leaf Leasing regarding status of lease rejection motion and proof of claim bar date; perform research on Court's docket and follow up conference with Ronald J. Friedman regarding same	0.20	42.00
01/13/17	BWP	Draft memorandum to Committee regarding Jan. 10	1.50	487.50

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		hearing and section 341 meeting of creditors (1.2); conference with Gerard R. Luckman regarding same (.3)			
01/17/17	RJF	Review notice and Cy Pres caselaw regarding restricted access funds in bank accounts	0.20		117.00
01/17/17	RJF	Conference call with Official Committee of Unsecured Creditors regarding case status and strategy	1.10		643.50
01/17/17	RJF	Conference with Gerard R. Luckman and Brian Powers following conference call with Committee to address follow up items relating to bar date, endowment funds and DIP financing budget	0.20		117.00
01/17/17	RJF	Review email correspondence from Brian Powers regarding bar date order	0.20		117.00
01/18/17	RJF	Prepare memo to Kenneth P. Silverman, Gerard R. Luckman, Brian Powers and Patricia M. Colgan regarding Debtor's Initial Report on Potentially Restricted Assets	0.20		117.00
01/18/17	GRL	Review Debtor's statement regarding restricted funds (.2); review Cypress doctrine (.2)	0.40		234.00
01/19/17	RJF	Review Hilco Streambank engagement letter and notes from meeting with Debtor counsel and CRO regarding same	0.30		175.50
01/19/17	RJF	Telephone call from Sam Logan, in house counsel of Blackboard Inc, unsecured creditor regarding bar date and case status	0.20		117.00
01/19/17	GRL	Review correspondence from Brian Powers to Lori Zaikowski regarding update on restricted funds (.1); review correspondence from Lauren Kiss regarding 2004 applications for CIGNA and Health Plex (.1); review applications (.2); review correspondence from Brian Powers regarding his review (.1)	0.50		292.50
01/19/17	BWP	Review Debtor's monthly operating report	0.40		130.00
01/20/17	BWP	Conference with Ronald J. Friedman regarding Board of Directors document request	0.20		65.00
01/20/17	RJF	Conference call with Sean Southard, Bob Rosenfeld and Gerard R. Luckman regarding case status, Cigna Bankruptcy Rule 2004, Hilco Streambank retention, DIP loan status and sale of Oakdale property	1.00		585.00
01/20/17	RJF	Conference with Brian Powers regarding Board of Directors document request	0.20		117.00
01/20/17	RJF	Review voluminous "super-restricted confidential" materials pertaining to endowment funds	0.50		292.50
01/20/17	RJF	Receive and review correspondence from Lori	0.10		58.50

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		Zaikowski re scholarship and flex spending accounts		
01/20/17	GRL	Conference call with Debtor's counsel regarding sale of assets, case administration recovery of non debtor property	1.00	585.00
01/20/17	GRL	Review correspondence from Lauren Kiss regarding restricted funds chart (.1); review chart (.1)	0.20	117.00
01/20/17	JFB	Call to Gretchen at Leaf regarding status of case and proof of claim process	0.10	30.00
01/20/17	BWP	Teleconference with Sean Southard, Lauren Kiss, Bob Rosenfeld, Gerard R. Luckman and Ronald J. Friedman regarding sale process, case administration, and recovery of non-debtor property	1.00	325.00
01/23/17	RJF	Conference with Brian Powers regarding case status and GCG web presence	0.20	117.00
01/23/17	KPS	Conference with Stan Yang regarding status of case; finance order; claims, bar date and related items	0.30	208.50
01/23/17	KPS	Conference with Ronald J. Friedman regarding case administration issues	0.20	139.00
01/24/17	GRL	Review correspondence from Lori Zaikowski regarding insurance issues (.1); review correspondence from Brian Powers responding to same (.1)	0.20	117.00
01/24/17	MC	E File Application to Employ SilvermanAcampora LLP as Counsel to the Official Committee of Unsecured Creditors, together with Proposed Order; Declaration of Ronald J. Friedman in Support of Retention Application; and Affidavit of Linda Ardito in Support of Retention Application	0.10	15.00
01/25/17	JFB	Letter to Harvey Singer in response to letter from US Trustee regarding filing a claim	0.20	60.00
01/26/17	BWP	Conference with Kenneth P. Silverman regarding continuin dialogue with committee regarding case	0.20	65.00
01/26/17	KPS	Conference with Brian Powers regarding continuing dialogue with committee regarding case	0.20	139.00
01/26/17	BWP	Draft correspondence to Lauren Kiss regarding 1/10 transcript and review response; review transcript	0.40	130.00
01/30/17	GRL	Conference with Kenneth P. Silverman regarding status of DIP financing order and memo to Ronald J. Friedman regarding sales, due diligence and books and records	0.10	58.50
01/30/17	KPS	Conference with Gerard R. Luckman regarding DIP finance order; lien challenge period; estate carve-out from secured lenders; claims process; inspection of property	0.30	208.50
01/31/17	RJF	Telephone call from Mr. Yerushalmi re potential	0.20	117.00

066648	Committee	Unsecured Creditors	Invoice # 116887	Page 14
		interest as stalking horse, describe process and refer to A&G Madison Hawk		
01/31/17	BWP	Review Debtor's response to motion of Patricia Karpowicz regarding return of lion statue and turnover of funds	0.20	65.00
<b>Subtotal</b>			<b>70.10</b>	<b>\$37,303.50</b>
<b>Case Administration</b>				
<b><u>Claims Admin/Ob</u></b>				
12/23/16	RJF	Confer with Brian Powers regarding bar date application	0.20	117.00
12/28/16	BWP	Conference with Gerard R. Luckman regarding bar date motion and deviation from local guidelines	0.20	65.00
12/28/16	GRL	Conference with Brian Powers regarding bar date motion and deviation from local guidelines (.2); review correspondence from Sean Southard regarding same (.1); review correspondence from Brian Powers to Sean Southard regarding form of order (.1)	0.40	234.00
01/09/17	LMM	PACER search to determine if Thomas Kelly Proof of Claim received at our office was filed with Garden City Group as of yet per memo from Ronald J. Friedman; calendar follow up for two weeks	0.10	21.00
01/11/17	RJF	Conference with Kenneth P. Silverman regarding negotiating settlement of lender claims in plan process	0.20	117.00
01/11/17	KPS	Conference with Anthony C. Acampora regarding lien challenge period and review of multiple liens	0.20	139.00
01/13/17	RJF	Conference with Kenneth P. Silverman regarding sale of residential units	0.20	117.00
01/13/17	LMM	Perform research on GCG website to verify Thomas Kelly POC was filed with them and entered on claims register; draft memo to Ronald J. Friedman verifying POC No. 29 has been assigned to this claim	0.20	42.00
01/17/17	GRL	Review correspondence from Ronald J. Friedman and Sean Southard regarding motion filed by family of former athlete	0.20	117.00
01/17/17	BWP	Review order establishing bar date; draft correspondence to Committee members regarding same	0.30	97.50
01/18/17	GRL	Review correspondence from Lori Zaikowski regarding endorsed scholarships	0.10	58.50
01/24/17	BWP	Conference with Kenneth P. Silverman regarding insurance, WARN Act, directors and officers and related claims	0.20	65.00
01/24/17	KPS	Conference with Brian Powers regarding insurance,	0.20	139.00

066648	Committee	Unsecured Creditors	Invoice # 116887	Page 15
		WARN Act, directors and officers and related claims		
01/24/17	KPS	Prepare list for counsel conference	0.10	69.50
	<b>Subtotal</b>	<b>Claims Admin/Ob</b>	<b>2.80</b>	<b>\$1,398.50</b>
	<b><u>Creditors Meeting</u></b>			
12/12/16	KPS	Prepare for and conduct first creditor committee with Gerard R. Luckman and Brian Powers; discuss case, first day orders and bylaws	2.80	1,946.00
12/12/16	GRL	Conference with creditor's committee regarding case issues, sale and financing	2.80	1,638.00
12/12/16	GRL	Review correspondence from Ronald J. Friedman to Committee regarding items for the 4:00 meeting and Committee's proposed positions on current motions (.1); review correspondence from Brian Powers to the Committee regarding proposed by-laws (.1)	0.20	117.00
12/12/16	BWP	Attend meeting of Committee to discuss matters of immediate importance in the Debtor's case	2.80	840.00
12/12/16	GRL	Committee meeting, conference call, participate in half of agenda review due to scheduling conflict	1.50	877.50
12/12/16	GRL	Prepare agenda and send correspondence to Committee members prior to commencement of committee meeting	0.20	117.00
12/13/16	BWP	Conference with Kenneth P. Silverman regarding revisions to creditor committee bylaws; review emails from committee members and confer with Kenneth P. Silverman	0.20	65.00
12/13/16	GRL	Review correspondence from Committee members regarding comments to items discussed at Committee meeting (.1); review correspondence from Committee member comments to the by-laws (.1); review correspondence from Brian Powers to Committee members regarding update of progress since meeting (.1); review correspondence from Brian Powers to Committee regarding clarification of by-laws (.1); review correspondence from Committee member responding to update with expectations for motions (.2)	0.60	351.00
12/13/16	BWP	Draft minutes of 12/12 Committee meeting	0.90	270.00
12/14/16	KPS	Review documents in connection with preparation for meeting with creditors' committee	0.20	139.00
12/14/16	KPS	Review agenda with Brian Powers and prepare for creditor committee meeting	0.20	139.00
12/14/16	KPS	Prepare for and conduct conference with Gerard R. Luckman, Brian Powers, Ronald J. Friedman and members of creditors' committee concerning	1.80	1,251.00



066648	Committee	Unsecured Creditors	Invoice # 116887	Page	16
		preparation for case administration; objections to pending motions; sales and marketing strategy and related issues			
12/14/16	RJF	Conference with Brian Powers and Gerard R. Luckman regarding preparation for hearing	0.30		175.50
12/14/16	BWP	Conference with Gerard R. Luckman and Ronald J. Friedman regarding preparation for hearing	0.30		97.50
12/14/16	GRL	Conference with Committee regarding case issues and December 15 hearing	1.80		1,053.00
12/14/16	GRL	Review correspondence from Brian Powers regarding minutes of Committee meeting	0.10		58.50
12/14/16	GRL	Review correspondence from Lauren Kiss regarding confidentiality agreement	0.10		58.50
12/14/16	BWP	Attend Committee meeting regarding matters scheduled for hearing on 12/14	1.80		540.00
12/14/16	BWP	Draft correspondence to Committee members regarding Committee meeting; telephone call from Lori Zaikowski regarding same	0.30		90.00
12/16/16	RJF	Prepare correspondence to Sean Southard and Bob Rosenfeld regarding meeting on December 21	0.10		58.50
12/16/16	GRL	Review correspondence from Brian Powers to Committee members regarding confidentiality agreement, members reply	0.10		58.50
12/16/16	BWP	Draft minutes for Committee meeting on 12/14	0.50		150.00
01/04/17	GRL	Conference with Brian Powers regarding call with the Committee to discuss objection (.1); review correspondence from Brian Powers to Commise regarding same (.1)	0.20		117.00
01/04/17	GRL	Review correspondence from Lori Zaikowski regarding objection to financing and call; draft reply	0.10		58.50
01/04/17	BWP	Draft correspondence to Committee members regarding call to discuss DIP financing; review responses from same; telephone call with Linda Ardito regarding same	0.30		90.00
01/04/17	BWP	Conference call with Committee members regarding final DIP financing order	0.30		90.00
01/06/17	BWP	Prepare for and attend section 341 meeting of creditors	2.10		630.00
01/10/17	BWP	Conference with Gerard R. Luckman regarding hearing dates and work to be done	0.30		97.50
01/10/17	GRL	Telephone call to Brian Powers regarding response to Committee member and scheduling a call	0.10		58.50
01/11/17	GRL	Review correspondence from Lori Zaikowski regarding 341 meeting (.1); conference with Brian	0.40		234.00

066648	Committee	Unsecured Creditors	Invoice # 116887	Page	17
		Powers regarding call with the Committee (.1); review correspondence from Kenneth P. Silverman and Ronald J. Friedman regarding preparing status memo (.2)			
01/11/17	BWP	Draft correspondence to Committee members regarding scheduling Committee call; review responses from same	0.20		65.00
01/13/17	GRL	Conference with Brian Powers regarding details for memoranda to Committee	0.30		175.50
01/17/17	RJF	Prepare for Committee member conference call	0.20		117.00
01/17/17	KPS	Telephone call to Ronald J. Friedman regarding preparation for creditor committee meeting	0.20		139.00
01/17/17	KPS	Telephone call to Ronald J. Friedman regarding preparation for conference with creditor's committee	0.20		139.00
01/17/17	GRL	Conference call with Committee regarding last hearing and work to be done (1.1); conference with Brian Powers and Ronald J. Friedman regarding same (.2)	1.30		760.50
01/17/17	BWP	Teleconference with Committee regarding Jan. 10 hearing and next steps in case (1.1); follow up conference with Ronald J. Friedman and Gerard R. Luckman regarding same (.2)	1.30		422.50
01/18/17	KPS	Conference with Gerard R. Luckman regarding creditor's committee conference	0.20		139.00
01/20/17	GRL	Review correspondence from Lori Zaikowski regarding accounts and scholarship funds	0.10		58.50
01/20/17	BWP	Review e-mails from Lori Zaikowski regarding restricted funds	0.20		65.00
01/24/17	BWP	Review e-mail from Lori Zaikowski regarding insurance coverage and draft reply (.2); confer with Ronald J. Friedman regarding same (.2)	0.40		130.00
		<b>Subtotal</b>		<b>Creditors Meeting</b>	
			28.00		\$13,677.00
<b><u>Financing</u></b>					
12/12/16	GRL	Conference with Brian Powers regarding comments to DIP motion and objection	0.60		351.00
12/12/16	GRL	Conference call with Ronald J. Friedman, Sean Southard, Lauren Kiss and Bob Rosenfeld regarding DIP order, sales process	1.30		760.50
12/12/16	GRL	Conference call with DIP lenders regarding revisions to order	0.90		526.50
12/12/16	GRL	Review correspondence from Lauren Kiss regarding DIP orders and emergency order (.1); review orders (.3); review correspondence from Sean Southard regarding markup of revisions (.1)	0.50		292.50

066648	Committee	Unsecured Creditors	Invoice # 116887	Page	18
12/12/16	BWP	Conference with Gerard R. Luckman regarding limited objection to DIP motion	0.60		180.00
12/12/16	BWP	Conference call with Debtor's counsel and CRO regarding DIP motion	1.30		390.00
12/12/16	BWP	Teleconference with counsel to Debtor's secured lenders	0.90		270.00
12/12/16	BWP	Draft Committee's limited objection to DIP financing motion	2.70		810.00
12/12/16	GRL	Conference call with Sean Southard and Lauren Kiss regarding DIP loan concerns and proposed revisions per Gerard R. Luckman analysis	1.00		585.00
12/12/16	GRL	Conference call with counsel to Debtor, and counsel to DIP lenders, Oppenheimer	1.00		585.00
12/13/16	GRL	Conference call with Lenders and Debtor's counsel regarding comments to DIP order	0.60		351.00
12/13/16	GRL	Review correspondence from Sean Southard regarding proposed language for DIP order (.1); review correspondence from Brian Pfeiffer regarding same (.1); review correspondence from Brian Pfeiffer regarding revised order (.1); review correspondence from Joseph Furst regarding revising DIP note (.1)	0.40		234.00
12/13/16	BWP	Teleconference with counsel to the Debtor and counsel to the Lenders regarding DIP order	0.50		150.00
12/13/16	BWP	Telephone call with Lauren Kiss regarding revisions to DIP financing order	0.10		30.00
12/14/16	GRL	Conference with Brian Powers regarding DIP revisions	0.20		117.00
12/14/16	GRL	Telephone call from Joe Corneau regarding DIP order	0.20		117.00
12/14/16	GRL	Review and revised DIP order	1.60		936.00
12/14/16	GRL	Telephone call from Joseph Corneau regarding revisions (.1); review correspondence from Joseph Corneau transmitting DIP Note and Order with amendments (.3)	0.40		234.00
12/14/16	GRL	Conference call with Working Group of Lenders regarding DIP financing	0.50		292.50
12/14/16	GRL	Review correspondence from Thomas McNamara regarding collateral package and index	0.40		234.00
12/14/16	GRL	Review correspondence from Lori Zaikowski comments to DIP order (.1); review correspondence from Brian Powers regarding same (.1)	0.20		117.00
12/14/16	GRL	Review correspondence from (13 emails) Ian Hammond, Joseph Corneau, Sean Southard and Brian Pfeiffer regarding call to discuss revisions and	0.90		526.50

066648	Committee	Unsecured Creditors	Invoice # 116887	Page 19
		transmitting revisions to DIP order (.7); draft replies(.2)		
12/14/16	GRL	Review correspondence from Sean Southard regarding revised DIP budget	0.10	58.50
12/14/16	BWP	Review revisions to DIP financing order and first amendment to DIP financing agreement	1.20	360.00
12/14/16	BWP	Teleconference with counsel to the DIP lenders and the Debtor regarding revisions to the DIP financing order and agreement	0.50	150.00
12/14/16	BWP	Review multiple e-mails from counsel to the DIP lenders and counsel to the Debtor regarding revisions to the DIP financing documents	0.60	180.00
12/15/16	GRL	Prepare for and attend hearing on various motions, DIP financing	3.70	2,164.50
12/15/16	GRL	Review correspondence from Sean Southard regarding revised DIP order (.1); review revised order (.3)	0.40	234.00
12/16/16	GRL	Review correspondence from Brian Pfeifer regarding call to discuss revisions; review correspondence from Sean Southard and Christine Black regarding same; draft reply	0.20	117.00
12/16/16	GRL	Conference with Kenneth P. Silverman regarding review of case documents turned over by chief restructuring officer	0.20	117.00
12/16/16	BWP	Conference with Gerard R. Luckman regarding revised DIP order	0.20	65.00
12/16/16	GRL	Review and revised DIP order	1.40	819.00
12/16/16	GRL	Telephone call from Sean Southard regarding DIP order	0.30	175.50
12/16/16	GRL	Telephone call from Christine Black regarding form of order	0.10	58.50
12/16/16	GRL	Conference with Brian Powers regarding revised DIP order	0.20	117.00
12/16/16	GRL	Telephone call from Brian Pfeifer regarding DIP order	0.40	234.00
12/16/16	GRL	Conference call with working group of lenders, debtors regarding DIP order	0.80	468.00
12/16/16	GRL	Telephone call from Sean Southard regarding entering orders	0.20	117.00
12/16/16	GRL	Review correspondence from Richard McCord regarding challenge period under DIP order	0.10	58.50
12/16/16	GRL	Review correspondence from Sean Southard regarding form of DIP order (.1); review correspondence from Sean Southard regarding call	0.70	409.50

066648	Committee	Unsecured Creditors	Invoice # 116887	Page	20
		with the Lenders (.1); review correspondence from Sean Southard regarding Conditional Funding Agreement (.1); review agreement (.4)			
12/16/16	GRL	Review correspondence from Brian Powers regarding comments to the DIP order (.1); review correspondence from Joseph Corneau regarding resolution of issues (.1); review correspondence from Richard McCord regarding challenge deadline (.1)	0.30		175.50
12/16/16	GRL	Review correspondence from Brian Pfeiffer regarding revised interim DIP order	0.30		175.50
12/16/16	BWP	Review revisions to DIP order; draft correspondence to working group regarding same	0.40		120.00
12/16/16	BWP	Teleconference with working group regarding revisions to interim DIP order	0.80		240.00
12/19/16	GRL	Conference with Kenneth P. Silverman regarding revised DIP financing order and related issues	0.20		117.00
12/19/16	RJF	Conference with Kenneth P. Silverman regarding potential stalking horse contract vendee	0.20		117.00
12/19/16	GRL	Review correspondence from Sean Southard regarding form of order (.1); review correspondence from Sean Southard and Jan Hansel regarding same (.2); review correspondence from Rich McCord and Brian Pfeifer regarding adjournment and reply (.2)	0.50		292.50
12/19/16	GRL	Review and revised DIP order	0.20		117.00
12/19/16	KPS	Conference with Gerard R. Luckman regarding revised DIP financing order and related issues	0.20		139.00
12/20/16	RJF	Conference with Kenneth P. Silverman regarding sale and bid procedures	0.20		117.00
12/20/16	KPS	Telephone call from Burt Weston regarding DIP financing order	0.20		139.00
12/20/16	GRL	Review correspondence from Richard McCord regarding challenge period; draft reply	0.20		117.00
12/21/16	GRL	Review correspondence from Rich McCord regarding challenge period and documents provided	0.10		58.50
12/22/16	GRL	Telephone call from Sean Southard regarding DIP order (.2); conference call with Lenders and Sean Southard regarding DIP orders and agreements (.5)	0.70		409.50
12/22/16	GRL	Review correspondence from Sean Southard (7 emails ) regarding DIP order and issues (.3); telephone call from Sean Southard regarding same (.1); review correspondence from Lauren Kiss regarding revised order (.1)	0.50		292.50
12/22/16	GRL	Review correspondence from Ian Hammel regarding documents provided to support claim	0.10		58.50

066648	Committee	Unsecured Creditors	Invoice # 116887	Page 21
01/03/17	GRL	Telephone call from Brian Pfeiffer regarding carve out for creditors (.6); conference with Ronald J. Friedman regarding same (.1)	0.70	409.50
01/03/17	GRL	Telephone call from Ronald J. Friedman regarding DIP order and objections	0.20	117.00
01/03/17	GRL	Review and revised DIP order (.6); telephone call from Sean Southard regarding same (.2)	0.80	468.00
01/03/17	GRL	Review correspondence from Ian Hammel regarding revisions to the order and draft schedule of revisions (.2); review correspondence from Sean Southard regarding approval of form of order (.1); draft reply (.1)	0.40	234.00
01/03/17	BWP	Telephone call with Brian Pfeiffer and Gerard R. Luckman regarding final DIP order and carve-out	0.60	180.00
01/04/17	GRL	Conference with Brian Powers regarding limited objection to entry of final DIP financing order	0.40	234.00
01/04/17	GRL	Conference with Brian Powers regarding limited objection to DIP financing (.4); review and revised objection (.3); conference with Brian Powers regarding same(.3); final review of objection (.1)	1.10	643.50
01/04/17	GRL	Conference call with Committee regarding objection (.3); telephone call to Ronald J. Friedman regarding same (.1)	0.40	234.00
01/04/17	GRL	Review correspondence from Sean Southard, Ian Hammel and Brian Pfeiffer regarding objection to financing (5 emails) (.2)	2.00	1,170.00
01/04/17	BWP	Conference with Gerard R. Luckman regarding limited objection to entry of final DIP financing order	0.40	120.00
01/04/17	BWP	Draft Committee's limited objection to entry of final DIP financing order	1.60	480.00
01/04/17	BWP	Conference with Gerard R. Luckman regarding revisions to limited objection to entry of final DIP financing order (.3); revise limited objection pursuant to comments of same (.8)	1.10	330.00
01/05/17	GRL	Conference with Kenneth P. Silverman regarding preparation for hearing on status and related issues	0.30	175.50
01/05/17	GRL	Conference with Brian Powers regarding issue with DIP financing	0.10	58.50
01/05/17	GRL	Conference call with DIP Lenders and Debtor's counsel regarding comments to DIP order; 506(c) issues and Committees concerns (1.0); telephone call to Sean Southard regarding same (.1)	1.10	643.50
01/05/17	GRL	Telephone call from Sean Southard and Joe Corneau regarding DIP order	0.20	117.00
01/05/17	GRL	Telephone call from Brian Pfeiffer regarding DIP	0.20	117.00

066648	Committee	Unsecured Creditors order	Invoice # 116887	Page 22
01/05/17	GRL	Conference with Kenneth P. Silverman regarding DIP financing, sale issues and set aside for creditors	0.70	409.50
01/05/17	GRL	Review DIP order (.2); review correspondence from Joseph Corneau regarding same (.1); review correspondence from Brian Pfeiffer regarding same (.1)	0.40	234.00
01/05/17	GRL	Review correspondence from Sean Southard regarding revised order, milestones, term sheet from Ian Hammel, Joe Corneau, Sean Southard, Brian Pfeiffer (7 emails with attachments) (.5); review correspondence from Brian Pfeiffer, Joe Corneau and Sean Southard regarding term sheet (.3); draft correspondence to Brian Pfeiffer regarding remaining plan provisions (.1); review correspondence from Brian Pfeiffer regarding same (.1)	1.00	585.00
01/05/17	KPS	Conference with Gerard R. Luckman regarding revisions to DIP financing order	0.70	486.50
01/05/17	BWP	Conference with Gerard R. Luckman regarding final DIP order and objection	0.10	30.00
01/05/17	BWP	Conference call with working group regarding final DIP order (1.0); follow-up call with Sean Southard and Lauren Kiss regarding same (.1)	1.10	330.00
01/05/17	BWP	Revise limited objection to final DIP order pursuant to comments of Gerard R. Luckman and Kenneth P. Silverman (.3); ensure proper filing and service of same (.4)	0.70	210.00
01/06/17	GRL	Review correspondence from Sean Southard regarding revisions to term sheet; review correspondence from Joe Corneau, Ian Hammel and Brian Pfeiffer regarding same (11 emails) (.7); draft reply (.2)	0.90	526.50
01/06/17	GRL	Telephone call from Ian Hammond regarding DIP order; interest charges	0.30	175.50
01/06/17	GRL	Review correspondence from Joseph Corneau regarding revised milestones and comments (.1); review milestones (.1)	0.20	117.00
01/09/17	RJF	Conference with Gerard R. Luckman regarding Debtor representations and terms of proposed DIP order	0.20	117.00
01/09/17	RJF	Conference call with Debtor's counsel, counsel to lenders and Gerard R. Luckman regarding status of DIP order and presentation to Court	0.50	292.50
01/09/17	GRL	Review correspondence from Sean Southard regarding emailing budget to Chambers and sign off on budget (.1); review correspondence from Sean	0.80	468.00

066648	Committee	Unsecured Creditors	Invoice # 116887	Page	23
		Southard regarding Court expecting live testing in support of the order (.1); draft reply (.1); review correspondence from Ronald J. Friedman regarding response to Debtor (.1); review correspondence from Sean Southard, Ian Hammel and Brian Pfeiffer regarding addressing Court's concerns (.3); review correspondence from Ronald J. Friedman regarding same and Sean Southard's reply (.1)			
01/09/17	GRL	Telephone call from Sean Southard regarding DIP order, hearing and case issues	0.30		175.50
01/09/17	GRL	Conference with Kenneth P. Silverman and Brian Powers regarding DIP order January 10, 2017 hearing	0.70		409.50
01/09/17	GRL	Telephone call to Sean Southard regarding DIP hearing (.2); review correspondence from Sean Southard regarding same (.1); draft correspondence to Lenders regarding call to discuss DIP financing (.1)	0.40		234.00
01/09/17	GRL	Conference with Ronald J. Friedman regarding call with the Lenders (.2); call with Lender regarding DIP hearing (.5)	0.70		409.50
01/09/17	KPS	Conference with Stan Young regarding status of case and DIP financing order	0.20		139.00
01/09/17	KPS	Telephone call to Ronald J. Friedman regarding status of DIP financing order	0.20		139.00
01/09/17	KPS	Prepare for and conduct conference with Gerard R. Luckman and Brian Powers regarding objections to Debtor's proposed DIP financing order	0.70		486.50
01/09/17	KPS	Review numerous emails concerning DIP financing order; memo to Gerard R. Luckman and Ronald J. Friedman	0.20		139.00
01/09/17	KPS	Conference with Gerard R. Luckman regarding preparation for hearing on retention orders and status and discuss revisions to plan of reorganization	0.20		139.00
01/09/17	BWP	Conference with Kenneth P. Silverman and Gerard R. Luckman regarding DIP financing	0.70		210.00
01/10/17	GRL	Conference with Kenneth P. Silverman regarding DIP financing; case management and sales	0.50		292.50
01/10/17	GRL	Prepare for and attend hearing on retentions and DIP financing with related conferences with Lenders and Debtors counsel regarding same	4.40		2,574.00
01/11/17	GRL	Conference with Kenneth P. Silverman regarding budget and cash collateral issues	0.20		117.00
01/11/17	ACA	Conference with Kenneth P. Silverman regarding lien challenge period and review of multiple liens	0.20		125.00



066648	Committee	Unsecured Creditors	Invoice # 116887	Page 24
01/11/17	GRL	Review revised budget (.1); draft correspondence to Joseph Corneau regarding same (.1)	0.20	117.00
01/11/17	KPS	Conference with Gerard R. Luckman regarding DIP financing; case management and sales	0.50	347.50
01/11/17	KPS	Conference with Gerard R. Luckman regarding budget and cash collateral issues	0.20	139.00
01/18/17	KPS	Conference with Ronald J. Friedman regarding continuing negotiations with secured lenders	0.20	139.00
01/20/17	RJF	Conference with Gerard R. Luckman regarding call with Lenders	0.10	58.50
01/20/17	GRL	Conference with Ronald J. Friedman regarding call with Lenders	0.10	58.50
01/20/17	GRL	Telephone call from Brian Pfeiffer regarding carve out for the estate	0.30	175.50
01/23/17	BWP	Conference with Ronald J. Friedman regarding case status and GCG web presence	0.20	65.00
01/23/17	RJF	Conference with Kenneth P. Silverman regarding Final DIP and negotiations regarding same	0.10	58.50
01/30/17	GRL	Conference with Kenneth P. Silverman regarding proposal for the lenders to fund estate	0.30	175.50
01/30/17	KPS	Conference with Gerard R. Luckman regarding status of DIP financing order and memo to Ronald J. Friedman regarding sales, due diligence and books and records	0.10	69.50
		<b>Subtotal</b>	<b>Financing</b>	
			64.30	\$33,384.00

**Litigation**

12/15/16	KPS	Conference with Anthony C. Acampora regarding continuing review of security lien and collateral documentation for bond holders	0.50	347.50
01/11/17	BWP	Draft Rule 2004 application for member of the board	1.80	585.00
01/17/17	RJF	Review motion of Patricia Karpowicz regarding Lacrosse scholarship and lion statue	0.20	117.00
01/17/17	KPS	Review memo on status conference	0.10	69.50
01/18/17	RJF	Conference with Kenneth P. Silverman regarding continuing negotiations with secured lenders	0.20	117.00
01/18/17	GRL	Conference with Kenneth P. Silverman regarding creditor's committee conference	0.20	117.00
01/18/17	KPS	Conference with Anthony C. Acampora regarding review of director's and officers insurance and potential claims against board of directors	0.20	139.00
01/18/17	BWP	Continue drafting Rule 2004 application for board member	0.50	162.50

066648	Committee	Unsecured Creditors	Invoice # 116887	Page 25
01/19/17	BWP	Review Debtor's draft Rule 2004 motion, proposed orders, and subpoenas for Cigna and Healthplex	0.60	195.00
01/20/17	BWP	Review multiple e-mails from Marty Schoenhals regarding potential claims against board	0.40	130.00
01/24/17	RJF	Conference with Joe Capobianco counsel to Gerald Curtin Board Member regarding status of sale and marketing	0.20	117.00
01/24/17	ACA	Review and analyze Dowling financial statements for potential claims against accountants and board	1.30	812.50
01/24/17	KPS	Telephone call to Anthony C. Acampora regarding review of bond security agreement and discuss related financing and directors' and officers liability	0.40	278.00
01/25/17	ACA	Conference with Kenneth P. Silverman regarding potential sources of recoveries	0.20	125.00
01/25/17	ACA	Anlayze KPMG financial statements for Dowling	2.60	1,625.00
01/26/17	ACA	Analyze Dowling financial statements	2.10	1,312.50
01/27/17	ACA	Review and analyze financial statements in connection with potential claims against accountant and board members	1.00	625.00
01/30/17	ACA	Continue financial statement analysis	0.60	375.00
		<b>Subtotal                      Litigation</b>	<b>13.10</b>	<b>\$7,249.50</b>
<b><u>Plan/Disclose</u></b>				
12/14/16	GRL	Review plan support agreement (.8); review correspondence from Sean Southard regarding same (.1); draft correspondence to responding to same (.1); telephone call from Sean Southard regarding plan support agreement (.2)	1.20	702.00
01/05/17	GRL	Telephone call to Sean Southard regarding plan term sheet	0.30	175.50
		<b>Subtotal                      Plan/Disclose</b>	<b>1.50</b>	<b>\$877.50</b>
<b><u>Ret Orders</u></b>				
12/12/16	JFB	Review US Trustee guidelines for fee applications and retention applications for large cases and revise application, declaration and draft affidavit for Committee chair to comply with guidelines	2.80	840.00
12/12/16	JFB	Draft order, application and declaration in support of SilvermanAcampora retention	1.70	510.00
12/12/16	JFB	Confer with Brian Powers to review all retention papers; compliance with US Trustee guidelines and prepare for signature by Commitee chair	0.40	120.00
12/12/16	JFB	Meet with Committee regarding retention application	0.30	90.00
12/12/16	BWP	Confer with Janet F. Brunell regarding retention	0.40	120.00

066648	Committee	Unsecured Creditors	Invoice # 116887	Page 26
		papers and compliance with U.S. Trustee guidelines for large cases		
12/13/16	RJF	Telephone call with Sean Southard counsel to Debtor regarding Real estate broker retention applications	0.50	292.50
12/13/16	RJF	Review and analyze motion for A&G Realty and Madison Hawk retention; prepare comments and proposed revisions for conference call with A. Graser, Sean Southard and J. Hubbard	0.70	409.50
12/13/16	RJF	Conference call with Sean Southard, A. Graser, Rob Rosenfeld and J. Hubbard regarding Madison Hawk and A&G retention and disclosure items	1.20	702.00
12/14/16	GRL	Review correspondence from Ronald J. Friedman, Sean Southard and brokers regarding revisions to retention agreement	0.20	117.00
12/15/16	GRL	Review correspondence from Lauren Kiss regarding revised retention orders for real estate brokers	0.20	117.00
12/16/16	GRL	Review correspondence from Ronald J. Friedman regarding review of brokers retention orders	0.10	58.50
12/16/16	GRL	Review correspondence from Ronald J. Friedman regarding incorporating transcript into broker retention order	0.10	58.50
12/19/16	GRL	Review correspondence from Lauren Kiss regarding retention applications to be filed (.1); review draft applications and retention agreements (.4); draft correspondence to Lauren Kiss regarding same (.1)	0.60	351.00
12/20/16	GRL	Conference with Brian Powers regarding Debtor's proposed retentions	0.30	175.50
12/20/16	BWP	Review e-mail from Lauren Kiss regarding additional retention applications (.1); review draft retention motions and retention agreements (.9); conference with Gerard R. Luckman regarding Debtor's proposed retentions (.3)	1.30	390.00
12/22/16	GRL	Review correspondence from Ronald J. Friedman to Sean Southard regarding FPM retention	0.10	58.50
12/23/16	KPS	Conference with Brian A. Serotta regarding potential retention as accountant to committee	0.50	347.50
12/28/16	GRL	Review supplemental declaration filed by Sean Southard in support of retention (.1); review correspondence from Ronald J. Friedman regarding same (.1)	0.20	117.00
12/30/16	GRL	Review correspondence from Kenneth P. Silverman regarding status of retentions; draft reply	0.20	117.00
01/04/17	GRL	Conference with Brian Powers regarding large case protocol and budgeting	0.20	117.00

066648	Committee	Unsecured Creditors	Invoice # 116887	Page 27
01/04/17	GRL	Conference with Brian Powers regarding revisions to limited objection to entry of final DIP financing order	0.30	175.50
01/04/17	GRL	Conference with Brian Powers regarding retention protocol for large cases and budget (.2); review and revised declaration in support of retention (.2); conference with Brian Powers regarding same (.1)	0.50	292.50
01/04/17	GRL	Draft correspondence to Brian Powers regarding retention application (.1); review correspondence from Brian Powers regarding same (.1)	0.20	117.00
01/04/17	BWP	Conference with Gerard R. Luckman regarding large case protocol and budgeting	0.20	60.00
01/04/17	BWP	Revise SilvermanAcampora retention application in connection with "Large Case" protocol promulgated by United States Trustee	1.30	390.00
01/04/17	BWP	Prepare budget and staffing plan in connection with "Large Case" protocol promulgated by United States Trustee	1.60	480.00
01/05/17	GRL	Conference with Brian Powers regarding budget for retention; revised declaration	0.20	117.00
01/05/17	KPS	Review motions for the retention of Eicher & Dimeglio as accountants and FPM Group as zoning and land use professionals and confer with Gerard R. Luckman	0.30	208.50
01/05/17	BWP	Conference with Gerard R. Luckman regarding budget for SilvermanAcampora	0.20	60.00
01/05/17	BWP	Draft correspondence to Committee members regarding budget proposal; review responses from same	0.30	90.00
01/06/17	BWP	Draft correspondence to Stan Yang regarding retention application	0.20	60.00
01/11/17	GRL	Review correspondence from Brian Powers to Stan Yang regarding retention	0.10	58.50
01/11/17	BWP	Draft correspondence to Stan Yang regarding SilvermanAcampora retention application	0.10	32.50
01/18/17	BWP	Conference with Gerard R. Luckman regarding retention declaration	0.10	32.50
01/18/17	GRL	Review correspondence from Lauren Kiss regarding Hilco retention (.1); review retention agreement (.2); Draft correspondence to Ronald J. Friedman regarding retention and issues regarding assets sold (.1); review correspondence from Ronald J. Friedman to Sean Southard regarding same (.1)	0.50	292.50
01/18/17	GRL	Conference with Brian Powers regarding retention declaration (.1); telephone call to Stan Yang regarding same (.1)	0.20	117.00

066648	Committee Unsecured Creditors	Invoice # 116887	Page 28
01/18/17	GRL	Telephone call from Lauren Kiss regarding FPM retention agreement (.1); review revised form of order (.1); draft correspondence to Lauren Kiss regarding same (.1)	0.30 175.50
01/18/17	BWP	Review e-mail from Stan Yang regarding retention application (.1); conference with Gerard R. Luckman regarding same (.2); telephone call with Stan Yang regarding same (.2); revise retention application pursuant to comments of Stan Yang (.5); draft correspondence to Stan Yang regarding same (.1)	1.10 357.50
01/19/17	GRL	Review correspondence from Ronald J. Friedman and Sean Southard regarding Hilco retention	0.20 117.00
01/23/17	GRL	Conference with Kenneth P. Silverman regarding retention of SilvermanAcampora LLP as counsel to creditor's committee	0.20 117.00
01/23/17	RJF	Conference with Kenneth P. Silverman regarding case administration issues	0.20 117.00
01/23/17	GRL	Telephone call from Kenneth P. Silverman regarding retention application	0.10 58.50
01/23/17	KPS	Conference with Gerard R. Luckman regarding retention of SilvermanAcampora LLP as counsel to creditor's committee	0.20 139.00
01/24/17	BWP	Review e-mail from Stan Yang regarding SilvermanAcampora retention application; ensure proper filing of same	0.40 130.00
01/31/17	GRL	Review correspondence from Lauren Kiss regarding Hilco retention	0.20 117.00
<b>Subtotal</b>		<b>Ret Orders</b>	21.20 \$9,020.50
For professional services rendered			254.50 \$135,715.00

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	48.00	625.00	\$30,000.00
Brunell, Janet F.	5.50	300.00	\$1,650.00
Cohen, Melissa	0.10	140.00	\$14.00
Cohen, Melissa	0.20	150.00	\$30.00
Colgan, Patricia M.	0.30	425.00	\$127.50
Friedman, Jack B.	0.50	495.00	\$247.50
Friedman, Ronald J	24.20	585.00	\$14,157.00
Luckman, Gerard R	80.80	585.00	\$47,268.00
Manzollilo, Lynne M	1.20	210.00	\$252.00

066648	Committee Unsecured Creditors	Invoice # 116887	Page 29
Powers, Brian W.		43.50 300.00	\$12,630.00
Powers, Brian W.		15.00 325.00	\$4,875.00
Silverman, Kenneth P		35.20 695.00	\$24,464.00
		<u>254.50</u>	<u>\$135,715.00</u>

## Disbursements

12/31/2016	Pacer charges	12.00
12/31/2016	Pacer charges	12.50

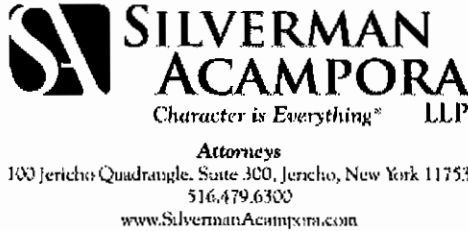
TOTAL	<u>\$24.50</u>
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Disbursement Summary

001	Pacer charges	\$24.50
		<u>\$24.50</u>

Balance due

<u>\$135,739.50</u>
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Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: March 20, 2017

066648 1 Client # 066648 Official Committee of Unsecured Creditors  
Matter # 1 Dowling College

Invoice # 117529

Professional services

			<u>Hours</u>	<u>Amount</u>
	<b><u>Asset Analysis</u></b>			
02/01/17	ACA	Conference with Kenneth P. Silverman regarding analysis of secured party liens	0.20	125.00
02/09/17	KPS	Review notes on potential claims and review of due diligence materials	0.20	139.00
02/10/17	KPS	Review Debtor's application for order approving and authorizing implementation of procedures for disposition of personal property commonly referred to as "NEP" or restricted assets; prepare memo to Brian Powers concerning revisions to proposed motion and communication with creditor's committee	0.50	347.50
02/14/17	ACA	Draft Bankruptcy Rule 2004 order and application for KPMG	0.40	250.00
02/15/17	ACA	Conference with Kenneth P. Silverman regarding continuing review of secured creditor liens	0.20	125.00
02/15/17	ACA	Revise Rule 2004 order and application against KPMG	0.30	187.50
02/16/17	ACA	Conference with Kenneth P. Silverman regarding breach of fiduciary duty and waste and mismanagement strategies; discuss interview and examination	0.20	125.00
02/16/17	KPS	Conference with Anthony C. Acampora regarding breach of fiduciary duty and waste and	0.20	139.00

066648	Committee	Unsecured Creditors	Invoice # 117529	Page	2
		mismanagement strategies; discuss interview and examination of board of trustee's			
02/21/17	ACA	Conference with Kenneth P. Silverman regarding motion to compel BR 2004 production of documents and information from KPMG	0.20		125.00
02/21/17	ACA	Revise 2004 order and application	0.40		250.00
02/22/17	ACA	Conference with Kenneth P. Silverman regarding review of potential recovery theories against board of trustee for breach of fiduciary duty, waste and mismanagement	0.30		187.50
02/22/17	KPS	Conference with Anthony C. Acampora regarding review of potential recovery theories against board of trustee for breach of fiduciary duty, waste and mismanagement	0.30		208.50
02/24/17	ACA	Conference with Kenneth P. Silverman regarding continuing review of secured parties security agreements and UCC financing statements and discuss potential discovery strategies	0.20		125.00
<b>Subtotal</b>			<b>Asset Analysis</b>		
				3.60	\$2,334.00
<b><u>Asset Sale</u></b>					
02/02/17	RJF	Conference with Kenneth P. Silverman regarding status of sales and marketing	0.20		117.00
02/02/17	KPS	Conference with Ronald J. Friedman regarding status of sales and marketing	0.20		139.00
02/04/17	RJF	Review Oakdale campus sale status update from Bob Rosenfeld	0.20		117.00
02/10/17	RJF	Review correspondence from Neil Bivona regarding the Broker Comparative Market Analyses for 27 Chateau Drive and related documents regarding potential ssle of that property	0.20		117.00
02/10/17	RJF	Review correspondence from Bob Rosenfeld regarding weekly Oakdale sale status report	0.20		117.00
02/13/17	GRL	Review correspondence from Robert Rosenfeld regarding sales report	0.20		117.00
02/15/17	GRL	Review correspondence from Neil Bivona regarding residential property listing	0.10		58.50
02/21/17	KPS	Conference with Brian Powers regarding sale of Connecticut Drive and related sale issues	0.10		69.50
02/21/17	BWP	Conference with Kenneth P. Silverman regarding sale of Connecticut Drive and related sale issues	0.10		32.50
02/22/17	RJF	Review Brookhaven project drawing materials, FPM retention work product and related correspondence from Robert Rosenfeld	0.60		351.00



066648	Committee	Unsecured Creditors	Invoice # 117529	Page 3
02/23/17	RJF	Conference with Kenneth P. Silverman regarding arranging for site inspection of campuses; discuss status of broker marketing and related issues; review proposed site plan	0.30	175.50
02/23/17	RJF	Confer with Ken Silverman regarding DIP lender proposal, Oakdale campus sale status and Brookhaven planning status	0.20	117.00
02/23/17	KPS	Conference with Ronald J. Friedman regarding arranging for site inspection of campuses; discuss status of broker marketing and related issues; review proposed site plan	0.30	208.50
02/27/17	RJF	Review HILCO motion proposed by Debtor's counsel for sale of IP addresses	0.30	175.50
02/27/17	BWP	Review Debtor's draft motion to sell IP addresses	1.20	390.00
02/28/17	RJF	Conference with Kenneth P. Silverman regarding sale of real property	0.20	117.00
02/28/17	RJF	Conference call with Ron Parr, Rob Rosenfeld, FPM and other professionals regarding Brookhaven site planning and sale protocol and process	1.00	585.00
02/28/17	RJF	Confer with K Silverman regarding Brookhaven planning status and dialog with parties regarding sale	0.20	117.00
02/28/17	KPS	Conference with Ronald J. Friedman regarding sale of real property	0.20	139.00
<b>Subtotal</b>		<b>Asset Sale</b>	<b>6.00</b>	<b>\$3,260.00</b>
<b><u>Case Administration</u></b>				
02/01/17	RJF	Receive and review correspondence from Debtor's counsel regarding status of case and matters for upcoming hearing on Feb 6	0.20	117.00
02/01/17	RJF	Preparation for upcoming hearing regarding Rule 2004 and DIP lender status of discussions, Lori Karpowicz stipulation	0.50	292.50
02/01/17	RJF	Confer with Gerard Luckman and Brian Powers regarding status and preparation for upcoming hearing	0.20	117.00
02/01/17	GRL	Review correspondence from Sean Southard regarding case status (.1); review correspondence from Ronald J. Friedman to Rob Rosenfeld regarding same (.1)	0.20	117.00
02/02/17	GRL	Conference with Kenneth P. Silverman regarding preparation for status conference and continuing negotiations with secured parties and date for final DIP order	0.30	175.50
02/02/17	GRL	Review correspondence from Ronald J. Friedman regarding open matters on the calendar (.1); review	0.20	117.00

066648	Committee	Unsecured Creditors	Invoice # 117529	Page	4
		correspondence from Brian Powers regarding same (.1)			
02/02/17	KPS	Telephone call from Burt Weston and Adam Berkowitz regarding status, lien challenge deadline and DIP order	0.50		347.50
02/02/17	KPS	Conference with Gerard R. Luckman regarding preparation for status conference and continuing negotiations with secured parties and date for final DIP order	0.30		208.50
02/02/17	BWP	Review file and prepare documents for hearings scheduled for 2/6	0.80		260.00
02/03/17	RJF	Conference call on Dowling with Sean Southard Neil Bivona, Bob Rosenfeld, Lauren Kiss and Jerry Luckman and preparation for upcoming hearing	1.30		760.50
02/03/17	RJF	Telephone call with Kenneth P. Silverman regarding status conference and lien challenge	0.20		117.00
02/03/17	GRL	Conference with Kenneth P. Silverman regarding preparation for conference call with debtor's counsel	0.20		117.00
02/03/17	GRL	Conference call with Debtor's counsel, CRO & Ronald J. Friedman regarding matters on for Monday 2/6	0.80		468.00
02/03/17	KPS	Conference with Ronald J. Friedman regarding preparation for attendance at status conference and secured lenders offer	0.20		139.00
02/03/17	KPS	Conference with Gerard R. Luckman regarding preparation for conference call with debtor's counsel	0.20		139.00
02/03/17	KPS	Telephone call to Ronald J. Friedman regarding status conference and lien challenge	0.20		139.00
02/04/17	RJF	Review Karpowicz stipulation and advise Debtor of comment to bring to closure	0.20		117.00
02/06/17	RJF	Conference with Kenneth P. Silverman regarding status conference	0.20		117.00
02/06/17	RJF	Review debtor's proposed motion for non-estate property disposition and correspondence from Sean Southard regarding same	0.30		175.50
02/06/17	RJF	Conference with Kenneth P. Silverman regarding preparation for status conference; discuss status of sales process and board of directors	0.20		117.00
02/06/17	ACA	Conference with Kenneth P. Silverman regarding extension of challenge period for liens of secured parties	0.20		125.00
02/06/17	KPS	Conference with Anthony C. Acampora regarding extension of challenge period for liens of secured parties	0.20		139.00

066648	Committee	Unsecured Creditors	Invoice # 117529	Page	5
02/06/17	KPS	Review restricted versus unrestricted accounts and Cy Pres doctrine	0.20		139.00
02/06/17	KPS	Conference with Ronald J. Friedman regarding preparation for status conference; discuss status of sales process and board of directors	0.20		139.00
02/06/17	KPS	Telephone call to Ronald J. Friedman regarding status conference	0.20		139.00
02/10/17	GRL	Review correspondence from Sean Southard, Lauren Kiss regarding non estate property procedures	0.20		117.00
02/10/17	GRL	Review correspondence from Neil Bivona regarding broker analysis for residential properties (.2); review correspondence from Ronald J. Friedman regarding same (.1)	0.30		175.50
02/10/17	KPS	Conference with Brian Powers regarding Cy Pres doctrine and treatment of restricted assets in disposition of personal property motion	0.20		139.00
02/10/17	BWP	Review motion approving procedures for disposition of non-estate property (.9); conference with Kenneth P. Silverman regarding same (.2); telephone call with Lauren Kiss regarding same (.2)	1.30		422.50
02/13/17	GRL	Review correspondence from Sean Southard regarding disputes over estate property	0.10		58.50
02/13/17	GRL	Review correspondence from Sean Southard regarding proposal for lenders, draft reply	0.20		117.00
02/13/17	BWP	Review revised draft of motion to approve procedures for disposition of non-estate property; draft correspondence to Committee regarding same	0.40		130.00
02/14/17	RJF	Review correspondence with Committee members and responses of Debtor's counsel to issues raised regarding the motion contemplated to address the disposition of non-estate property	0.30		175.50
02/14/17	GRL	Review correspondence from Ronald J. Friedman regarding call with Brian Pfeiffer	0.10		58.50
02/14/17	GRL	Review correspondence from Lauren Kiss regarding procedures for disposition of non estate property	0.10		58.50
02/15/17	GRL	Conference with Kenneth P. Silverman regarding status of case administration and related issues	0.20		117.00
02/15/17	GRL	Review correspondence from Brian Powers to Lauren Kiss regarding Debtor's insurance (.1); review correspondence from Sean Southard regarding same (.1)	0.20		117.00
02/15/17	KPS	Conference with Gerard R. Luckman regarding status of case administration and related issues	0.20		139.00
02/15/17	BWP	Draft correspondence to Debtor's counsel regarding	0.60		195.00

066648	Committee Unsecured Creditors	Invoice # 117529	Page	6
	procedures for disposition of non-estate property (.1); review reply from Sean Southard and respond (.2); telephone call with Sean Southard regarding same (.3)			
02/15/17	BWP	Review e-mail from Lori Zaikowski regarding motion to establish procedures regarding disposition of non-estate property; draft reply	0.50	162.50
02/15/17	BWP	Review proposed notice and order in connection with Debtor's motion approving procedures for disposition of non-estate property	1.20	390.00
02/17/17	BWP	Review Debtor's monthly operating report	0.30	97.50
02/18/17	RJF	Correspondence with Brian Pfeiffer counsel to DIP lenders regarding lender term sheet and advancing dialog	0.10	58.50
02/21/17	KPS	Conference with Brian Powers regarding case status and court hearings and deadlines	0.20	139.00
02/21/17	BWP	Conference with Kenneth P. Silverman regarding case status and court hearings and deadlines	0.20	65.00
02/22/17	RJF	Conference with Kenneth P. Silverman regarding DIP lender negotiation status	0.20	117.00
02/24/17	RJF	Review correspondence from Lori Zaikowski of Committee and Brian Powers response.	0.10	58.50
02/24/17	BWP	Review settlement proposal with secured lender	0.50	162.50
02/27/17	KPS	Conference with Brian Powers regarding providing information to creditor's committee and establishing date for committee meeting	0.30	208.50
02/27/17	BWP	Review e-mails from Lori Zaikowski regarding various issues in case	0.30	97.50
02/27/17	BWP	Draft correspondence to Committee members regarding offer from lenders and status of case	0.20	65.00
02/27/17	BWP	Conference with Kenneth P. Silverman regarding questions from Committee and lender offer	0.30	97.50
02/27/17	BWP	Conference with Kenneth P. Silverman regarding secured creditor's proposal to settle carve-out	0.20	65.00
02/28/17	RJF	Confer with Brian Powers regarding upcoming meeting of Committee and agenda for same	0.20	117.00
02/28/17	RJF	Attend court hearing and confer with all parties	1.50	877.50
02/28/17	BWP	Review stipulation and order extending period to remove litigation to bankruptcy court	0.10	32.50
<b>Subtotal</b>		<b>Case Administration</b>	<b>19.00</b>	<b>\$9,670.00</b>
<b><u>Claims Admin/Ob</u></b>				
02/06/17	RJF	Communications with Sam Logan of creditor	0.10	58.50

066648	Committee	Unsecured Creditors	Invoice # 117529	Page	7
		Blackboard regarding status of proceedings and proof of claim status and protocol			
02/06/17	GRL	Review correspondence from Lauren Kiss regarding resolution of Karopwicz motion	0.10		58.50
02/21/17	KPS	Conference with Brian Powers regarding treatment of claims and bar date	0.20		139.00
02/21/17	BWP	Telephone call with Christine O'Neill regarding bar date notice and filing deadline	0.30		97.50
02/21/17	BWP	Telephone call with former Dowling professor regarding bar date notice and filing deadline	0.20		65.00
02/21/17	BWP	Conference with Kenneth P. Silverman regarding treatment of claims and bar date	0.20		65.00
		<b>Subtotal</b>	<b>Claims Admin/Ob</b>	1.10	\$483.50
<b><u>Claims Objections</u></b>					
02/09/17	ACA	Review and analyze lien positions	2.60		1,625.00
02/10/17	ACA	Analyze liens and draft memorandum regarding same	2.30		1,437.50
02/12/17	ACA	Review liens and revise memorandum	0.70		437.50
02/21/17	ACA	Revise lien memorandum; review additional documents	3.40		2,125.00
		<b>Subtotal</b>	<b>Claims Objections</b>	9.00	\$5,625.00
<b><u>Fee Application</u></b>					
02/10/17	BWP	Revise legal bill for compliance with UST Guidelines	1.70		No Charge
02/13/17	BWP	Revise legal bill for compliance with UST guidelines	3.10		No Charge
02/14/17	BWP	Revise legal bill for compliance with UST guidelines	0.50		No Charge
02/21/17	RJF	Conference with Brian Powers regarding fee notices from Debtor and professionals	0.10		58.50
02/21/17	BWP	Conference with Ronald J. Friedman regarding fee notices from Debtor and professionals	0.10		32.50
		<b>Subtotal</b>	<b>Fee Application</b>	5.50	\$91.00
<b><u>Financing</u></b>					
02/02/17	GRL	Conference with Kenneth P. Silverman regarding DIP order bid challenge period (.2); review form of order and status of final order (.2); draft correspondence to Brian Pfeiffer regarding global resolution (.1); conference with Kenneth P. Silverman regarding same (.1)	0.60		351.00
02/02/17	KPS	Conference with Gerard R. Luckman regarding lien challenge period and secured lender's proposal	0.20		139.00
02/03/17	RJF	Conference with Gerard R. Luckman regarding	0.20		117.00

066648	Committee	Unsecured Creditors	Invoice # 117529	Page	8
		negotiations with lenders			
02/03/17	RJF	Conference call with Brian Pfeiffer and Gerard R. Luckman regarding DIP	0.50		292.50
02/03/17	GRL	Conference with Ronald J. Friedman regarding negotiations with lenders (.2); conference call with Ronald J. Friedman and Brian Pfeifer regarding same (.3)	0.50		292.50
02/07/17	RJF	Conference with Kenneth P. Silverman regarding status of continuing negotiations to carve-out estate funds from sale of real property and to extend lien challenge of secured lenders	0.20		117.00
02/07/17	KPS	Conference with Ronald J. Friedman regarding status of continuing negotiations to carve-out estate funds from sale of real property and to extend lien challenge of secured lenders	0.20		139.00
02/13/17	GRL	Conference with Kenneth P. Silverman regarding status of continuing negotiation with secured creditors to fix estate carve-out	0.20		117.00
02/13/17	GRL	Review correspondence from Sean Southard regarding offer from lenders, draft reply	0.20		117.00
02/13/17	KPS	Conference with Gerard R. Luckman regarding status of continuing negotiations with secured creditors to fix estate carve-out	0.20		139.00
02/15/17	KPS	Conference with Anthony C. Acampora regarding continuing review of secured creditor liens	0.20		139.00
02/18/17	RJF	Telephone call from Margaret Rock, former employee regarding potential claims	0.10		58.50
02/21/17	RJF	Receive and review correspondence from Brian Pfeiffer from Schulte Roth, re Committee carve out and sale proceeds	0.10		58.50
02/21/17	RJF	Conference with Kenneth P. Silverman regarding status of DIP facility and interim order	0.10		58.50
02/21/17	RJF	Conference with Kenneth P. Silverman regarding status of negotiation with secured creditors	0.20		117.00
02/21/17	KPS	Conference with Ronald J. Friedman regarding status of negotiation with secured creditors	0.20		139.00
02/24/17	RJF	Review communication from Neil Begley with DIP lender proposal for resolution of potential claims and sharing of sale and other proceeds. Analysis of waterfall attributes	2.00		1,170.00
02/24/17	RJF	Confer with K Silverman regarding receipt of term sheet and preliminary analysis of same	0.30		175.50
02/27/17	RJF	Correspondence from Ian Hammel counsel to DIP lenders regarding Rule 408 term sheet	0.10		58.50

066648	Committee	Unsecured Creditors	Invoice # 117529	Page	9
02/28/17	RJF	Conference with Kenneth P. Silverman regarding proposal from secured creditors concerning potential carve-out for estate	0.20		117.00
02/28/17	KPS	Conference with Ronald J. Friedman regarding proposal from secured creditors concerning potential carve-out for estate	0.20		139.00
02/28/17	KPS	Conference with Brian Powers regarding secured creditor proposal to fund estate carve-out; request illustration	0.20		139.00
02/28/17	BWP	Conference with Kenneth P. Silverman regarding secured creditor proposal to fund estate carve-out; request illustration	0.20		65.00
<b>Subtotal</b>			<b>Financing</b>	<hr/>	<hr/>
				7.10	\$4,255.50
<b><u>Litigation</u></b>					
02/01/17	KPS	Conference with Anthony C. Acampora regarding analysis of secured party liens	0.20		139.00
02/02/17	GRL	Review correspondence from Sean Southard regarding 2004 order for Cigna	0.20		117.00
02/02/17	KPS	Review status report and preparation for status conference	0.20		139.00
02/03/17	RJF	Confer with G. Luckman regarding Brian Pfeiffer communications regarding DIP lender	0.20		117.00
02/03/17	RJF	Call with Gerard Luckman and Brian Pfeiffer re DIP lender proposal	0.20		117.00
02/03/17	RJF	Review proposed order resolving CIGNA rule 2004 objection	0.20		117.00
02/09/17	ACA	Review financial statements in connection with potential claims against accountants	1.00		625.00
02/09/17	ACA	Review directors and officers insurance policies in connection with potential claims against the Debtor's board of directors	1.00		625.00
02/10/17	ACA	Review D&O policy	0.50		312.50
02/10/17	ACA	Finalize financial analysis of financial statements	0.30		187.50
02/21/17	KPS	Conference with Anthony C. Acampora regarding motion to compel BR 2004 production of documents and information from KPMG	0.20		139.00
02/22/17	RJF	Telephone call with Brian Pfeiffer counsel to DIP lenders re term sheet proposal and negotiation re same	0.30		175.50
02/22/17	KPS	Review BR 2004 application to examine KPMG LLP and provide comments to Anthony C. Acampora	0.30		208.50
02/24/17	KPS	Conference with Brian Powers regarding pending plaintiff's actions in State Court and notices of	0.20		139.00

066648	Committee	Unsecured Creditors	Invoice # 117529	Page 10
		removal		
02/24/17	KPS	Conference with Anthony C. Acampora regarding continuing review of secured parties security agreements and UCC financing statements and discuss potential discovery strategies	0.20	139.00
02/24/17	KPS	Review proposed settlement term sheet from prepetition secured lenders to official committee of unsecured creditors for estate carve-out of sale of commercial real property	0.50	347.50
02/24/17	BWP	Conference with Kenneth P. Silverman regarding regarding pending plaintiff's actions in State Court and notices of removal	0.20	65.00
02/27/17	KPS	Conference with Brian Powers regarding secured creditor's proposal to settle carve-out	0.20	139.00
<b>Subtotal</b>		<b>Litigation</b>	<u>6.10</u>	<u>\$3,848.50</u>
For professional services rendered			57.40	\$29,567.50

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	14.40	625.00	\$9,000.00
Friedman, Ronald J	14.40	585.00	\$8,424.00
Luckman, Gerard R	5.20	585.00	\$3,042.00
Powers, Brian W.	14.70	325.00	\$3,055.00
Silverman, Kenneth P	8.70	695.00	\$6,046.50
	<u>57.40</u>		<u>\$29,567.50</u>

## Disbursements

02/17/2017	FedEx Server to:Dowling College	10.84
02/17/2017	FedEx Server to:Klestadt & Winters	10.84
02/17/2017	FedEx Server to:Mintz	10.84
02/17/2017	FedEx Server to:Schulte Roth & Zabel LLP	10.84
02/17/2017	FedEx Server to:ACA Financial Guaranty Corp.	10.84
02/17/2017	FedEx Server to:United States Trustee for EDNY	10.84

TOTAL \$65.04

Disbursement Summary

015	Postage	<u>\$65.04</u>
		\$65.04



066648 Committee Unsecured Creditors

Invoice # 117529

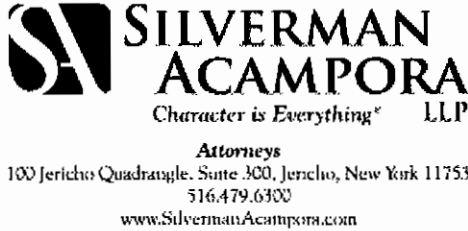
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Previous Balance

\$135,739.50

Balance due

\$165,372.04



Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: April 14, 2017

066648 1 Client # 066648 Official Committee of Unsecured Creditors  
Matter # 1 Dowling College

Invoice # 118051

Professional services

			<u>Hours</u>	<u>Amount</u>
<b><u>Asset Analysis</u></b>				
03/01/17	BWP	Revise Rule 2004 motion	0.60	195.00
03/02/17	BWP	Draft proposed Rule 2004 order for KPMG; draft proposed subpoena in connection with same	1.30	422.50
03/03/17	BWP	Analyze offer to estate from secured lenders with respect to proceeds of sale of Debtor's assets	6.30	2,047.50
03/06/17	BWP	Prepare analysis spreadsheet in connection with secured creditor carve-out offer	2.10	682.50
03/08/17	ACA	Conference with Kenneth P. Silverman regarding status of review of secured creditors' security interest	0.20	125.00
03/08/17	KPS	Conference with Anthony C. Acampora regarding status of review of secured creditors' security interest	0.20	139.00
03/13/17	KPS	Conference with Anthony C. Acampora regarding status of secured creditor lien review	0.20	139.00
03/13/17	ACA	Conference with Anthony C. Acampora regarding status of secured creditor lien review	0.20	125.00
03/23/17	RJF	Conference with Kenneth P. Silverman regarding continuing negotiations with secured parties concerning carve-outs	0.20	117.00
<b>Subtotal</b>			<b>11.30</b>	<b>\$3,992.50</b>

**Asset Sale**

066648	Committee	Unsecured Creditors	Invoice # 118051	Page	2
03/02/17	RJF	Review status of marketing efforts relating to Oakdale and review Brookhaven process materials and site plan	0.20		117.00
03/02/17	BWP	Review letter filed by New York State regarding national historic register qualifications of the Debtor's real property	0.20		65.00
03/02/17	BWP	Telephone call with Lauren Kiss regarding sale of IP addresses	0.20		65.00
03/06/17	BWP	Review marketing status report provided by Debtor with respect to Oakdale campus	0.40		130.00
03/06/17	BWP	Review e-mails from Sean Southard and Ronald J. Friedman regarding potential stalking horse on Oakdale property	0.20		65.00
03/07/17	RJF	Receive and review correspondence regarding stalking horse offer	0.20		117.00
03/07/17	RJF	Telephone call from Brian Trust of Mayer Brown regarding client of firm interest in 363 sale	0.20		117.00
03/07/17	KPS	Review real estate brokers sales and marketing report	0.10		69.50
03/07/17	BWP	Review notice of sale of residential property filed by debtor	0.20		65.00
03/08/17	KPS	Review sale notice for residential portfolio property	0.10		69.50
03/10/17	RJF	Review stalking horse agreement	0.50		292.50
03/13/17	RJF	Telephone call from Bob Koen of Mayer Brown regarding bid deadline and his client's interest	0.10		58.50
03/14/17	RJF	Receive and review correspondence from Sean Southard regarding stalking horse potential	0.20		117.00
03/15/17	BWP	Review revisions to IP address sale motion (.3); telephone call with Lauren Kiss regarding same (.2)	0.50		162.50
03/15/17	BWP	Review e-mail exchange between Sean Southard and Kabir Javaid regarding objection to residential sales	0.20		65.00
03/16/17	RJF	Conference with Kenneth P. Silverman regarding status of sales and marketing of Babylon property	0.30		175.50
03/16/17	KPS	Conference with Ronald J. Friedman regarding status of sales and marketing of Babylon property	0.30		208.50
03/20/17	RJF	Review potential stalking horse agreement	0.40		234.00
03/20/17	RJF	Receive and review correspondence from Bob Rosenfeld regarding broker inquiry	0.20		117.00
03/20/17	RJF	Conference call with Bob Rosenfeld, Neil Bivona, Lauren Kiss and Sean Southard regarding Oakdale sale	0.50		292.50
03/20/17	BWP	Review sale status report for Oakdale campus	0.30		97.50

066648	Committee	Unsecured Creditors	Invoice # 118051	Page	3
03/21/17	RJF	Conference with Kenneth P. Silverman regarding preparation of auction of Oakdale campus	0.20		117.00
03/21/17	KPS	Conference with Ronald J. Friedman regarding preparation of auction of Oakdale campus	0.20		139.00
03/22/17	RJF	Review email regarding bid procedures, stalking horse process and alternatives	0.30		175.50
03/22/17	RJF	Telephone call with Sean Southard regarding sale process and timing	0.30		175.50
03/22/17	KPS	Telephone call from Ronald J. Friedman regarding stalking horse and sealed bid process and creditors' committee position	0.20		139.00
03/22/17	BWP	Draft correspondence to Committee members regarding status of Oakdale sale and upcoming timeline	0.30		97.50
03/22/17	BWP	Review multiple e-mails from various parties regarding revisions to stalking horse APA and emergency motion to approve same (.5); review proposed motion to approve stalking horse APA and motion to shorten time (.8); review revised stalking horse APA (.3)	1.60		520.00
03/23/17	KPS	Conference with Brian Powers regarding status of debtor's proposed stalking horse sale and sale procedures	0.20		139.00
03/23/17	BWP	Conference with Kenneth P. Silverman regarding status of debtor's proposed stalking horse sale and sale procedures	0.20		65.00
03/23/17	BWP	Telephone call with Sean Southard regarding stalking horse contract and emergency motion to approve same	0.20		65.00
03/23/17	BWP	Draft correspondence to Committee members regarding Debtor's proposed stalking horse agreement and emergency motion to approve same	0.40		130.00
03/24/17	RJF	Telephone call with Kenneth P. Silverman regarding conference call with debtor on sale of Oakdale campus	0.20		117.00
03/24/17	KPS	Telephone call to Ronald J. Friedman regarding conference call with debtor on sale of Oakdale campus	0.20		139.00
03/24/17	BWP	Review Debtor's motion to approve stalking horse contract and motion to shorten time with respect to hearing on same; review Court's order granting motion to shorten time	0.50		162.50
03/24/17	BWP	Review proposed amended notice of sale	0.20		65.00
03/24/17	BWP	Review and reply to e-mail from Lori Zaikowski regarding stalking horse agreement and proposed	0.20		65.00

066648	Committee	Unsecured Creditors	Invoice # 118051	Page	4
		revised dates			
03/24/17	BWP	Review e-mail from Sean Southard regarding filing of motion to approve stalking horse agreement; review responses from various parties; teleconference with working group regarding rescheduling of auction	0.50		162.50
03/27/17	RJF	Review proposed stalking horse agreement	0.20		117.00
03/27/17	RJF	Revise terms of APA for more favorable treatment to Debtor's estate	0.40		234.00
03/27/17	RJF	Confer with Brian Powers regarding stalking horse agreement and position relative thereto(.2); call with Sean Southard regarding stalking horse status and position of debtor and brokers (.2)	0.40		234.00
03/27/17	RJF	Conference with Kenneth P. Silverman regarding stalking horse bid	0.10		58.50
03/27/17	KPS	Conference with Ronald J. Friedman regarding stalking horse bid	0.10		69.50
03/27/17	BWP	Confer with Ronald J. Friedman regarding stalking horse agreement and position relative thereto	0.20		65.00
03/28/17	RJF	Further APA redline revisions as against proposed stalking horse agreement	0.40		234.00
03/28/17	RJF	Revise auction rules, create redline and send to Debtor's counsel, further review of updated APA form for most favorable terms	1.20		702.00
03/28/17	RJF	Revise objection to stalking horse agreement proposed by Debtor	0.80		468.00
03/28/17	RJF	Review proposed form of sale order	0.30		175.50
03/28/17	RJF	Review email from Sean Southard with email addresses for bid submissions and related bid delivery instructions, and revisions pertaining to most favorable APA form	0.30		175.50
03/28/17	RJF	Conference with Kenneth P. Silverman regarding status of sales and marketing of Oakdale and Brookhaven campus	0.20		117.00
03/28/17	RJF	Conference with Brian W. Powers regarding motion to approve stalking horse agreement and objection to same	0.30		175.50
03/28/17	KPS	Conference with Ronald J. Friedman regarding status of sales and marketing of Oakdale and Brookhaven campus	0.20		139.00
03/28/17	KPS	Conference with Brian Powers regarding preparation of opposition to stalking horse bid and over bid protections to proposed offers	0.30		208.50
03/28/17	KPS	Conference with Ronald J. Friedman regarding preparation and filing objection to debtor's proposed	0.30		208.50

066648	Committee	Unsecured Creditors	Invoice # 118051	Page	5
		stalking horse contract vendee			
03/28/17	JBF	Telephone call with title company regarding transfer tax; prepare email	0.30		148.50
03/28/17	BWP	Conference with Kenneth P. Silverman regarding regarding preparation of opposition to stalking horse bid and over bid protections to proposed offers	0.30		97.50
03/28/17	BWP	Conference with Ronald J. Friedman regarding motion to approve stalking horse agreement and objection to same	0.30		97.50
03/28/17	BWP	Draft objection to motion to approve stalking horse agreement	1.60		520.00
03/29/17	RJF	Telephone call with Brian Powers and Sean Southard regarding upcoming hearing on stalking horse asset purchase agreement	0.20		117.00
03/29/17	RJF	Receive and review bid submission of NCF, counsel Cullen & Dykman, review same	0.30		175.50
03/29/17	RJF	Conference with Kenneth P. Silverman and Brian Powers regarding submission of bid by NFC	0.20		117.00
03/29/17	RJF	Telephone call with Stan Yang of the US Trustee's office regarding stalking horse	0.20		117.00
03/29/17	RJF	Revise and finalize objection to stalking horse agreement proposed by Debtor	0.50		292.50
03/29/17	RJF	Receive and review NCF Bid package	0.40		234.00
03/29/17	RJF	Telephone call from Bob Koen of Mayer Brown regarding potential for his client to submit bid this afternoon and qualify for bidding at auction	0.10		58.50
03/29/17	RJF	Finalize objection to stalking horse asset purchase agreement	0.20		117.00
03/29/17	RJF	Review bid package of Jason Goldstoft of Herrick Feinstein's client Ritnand Balved Education Foundation	0.80		468.00
03/29/17	RJF	Review Suffolk Realty, Island Estate LLC seal bid for Oakdale campus	0.30		175.50
03/29/17	RJF	Review bid received from Stephen Naidu on behalf of Princeton Education	0.70		409.50
03/29/17	RJF	Review bid of Island Estate LLC received from Kabir Javaid	0.40		234.00
03/29/17	RJF	Conference call with debtor and secured parties re: bids received and stalking horse motion hearing	0.60		351.00
03/29/17	RJF	Conference with Kenneth P. Silverman regarding preparation for hearing on objections to auction and approval of stalking horse contract vendee	0.20		117.00
03/29/17	ACA	Revise opposition to Asset Purchase Agreement	0.30		187.50

066648	Committee	Unsecured Creditors	Invoice # 118051	Page	6
03/29/17	KPS	Conference with Ronald J. Friedman regarding preparation for hearing on objections to auction and approval of stalking horse contract vendee	0.20		139.00
03/29/17	KPS	Conference with Ronald J. Friedman and Brian Powers regarding objections to stalking horse contract and review of auction rules	0.20		139.00
03/29/17	KPS	Conference with Ronald J. Friedman regarding preservation of sealed bids and prepare for hearing	0.20		139.00
03/29/17	BWP	Conference with Ronald J. Friedman regarding and Sean Southard regarding upcoming hearing on stalking horse asset purchase agreement	0.20		65.00
03/29/17	BWP	Conference with Kenneth P. Silverman regarding and Ronald J. Friedman regarding submission of bid by NFC	0.20		65.00
03/29/17	BWP	Revise Committee's objection to motion to approve stalking horse agreement pursuant to comments of Ronald J. Friedman (.7); draft correspondence to Sean Southard regarding same and review reply (.2); ensure proper filing and service of same (.5)	1.40		455.00
03/29/17	BWP	Review e-mails from bidders regarding offers for Oakdale property; review bids and proposed asset purchase agreements	3.20		1,040.00
03/29/17	BWP	Teleconference with working group regarding bids received and sale of Oakdale campus	0.50		162.50
03/29/17	BWP	Draft correspondence to Committee members regarding bids received and objection to stalking horse agreement	0.20		65.00
03/30/17	RJF	Prepare for and attend hearing on Debtor's motion seeking stalking horse; confer with counsel to Debtor, counsel to Board of Directors, Rob Rosenfeld and Stan Yang	2.00		1,170.00
03/30/17	RJF	Conference call with Debtor's counsel, secured creditors and their counsel regarding bids received and sale process	1.00		585.00
03/30/17	RJF	Prepare correspondence to Committee regarding the stalking horse objection and the Court's ruling	0.30		175.50
03/30/17	RJF	Conference call with debtor and secured creditors re: bids and qualification of bidders; NY Attorney General's position re: approval of sale	0.70		409.50
03/30/17	RJF	Conference with Kenneth P. Silverman regarding hearing to consider approval of stalking horse vendee and objections by creditors' committee	0.20		117.00
03/30/17	KPS	Telephone call to Ronald J. Friedman regarding hearing to consider approval of stalking horse vendee and objections by creditors' committee	0.20		139.00

066648	Committee	Unsecured Creditors	Invoice # 118051	Page 7
03/31/17	KPS	Review numerous emails regarding preparation for auction of Oakdale campus	0.20	139.00
03/31/17	BWP	Review e-mail from Sean Southard regarding revisions to propsoed auction rules; review revised auction rules	0.30	97.50
<b>Subtotal</b>		<b>Asset Sale</b>	<b>36.20</b>	<b>\$17,692.00</b>

**Case Administration**

03/06/17	BWP	Conference with Kenneth P. Silverman regarding preparation for creditors' committee meeting; review real estate and secured creditor issues	0.50	162.50
03/10/17	RJF	Prepare correspondence to Bob Rosenfeld and Neil Bivona, counsel to Debtor regarding DIP lender term sheet	0.20	117.00
03/10/17	KPS	Conference with Brian Powers regarding bar date and review of claims for status conference; interim DIP financing order	0.20	139.00
03/10/17	BWP	Conference with Kenneth P. Silverman regarding bar date and review of claims for status conference; interim DIP financing order	0.20	65.00
03/10/17	BWP	Telephone call with Maryellen Bridgewater regarding case status and proof of claim deadlines	0.20	65.00
03/13/17	KPS	Review numerous emails regarding status conference and status of DIP financing order	0.20	139.00
03/14/17	KPS	Review Interim DIP Financing Order and related sale and scheduling issues; memo to Brian Powers regarding case status	0.20	139.00
03/21/17	RJF	Telephone call with Brian Pfeiffer regarding stalking horse and DIP lender term sheet status	0.30	175.50
03/21/17	KPS	Conference with Ronald J. Friedman regarding DIP status	0.20	139.00
03/21/17	SBK	Prepare and File via ECF Notice and Application for Entry of Order Directing Examination of KPMG LLP, By an Authorized Partner or person with Knowledge of Debtor's Business Transactions and Production of Documents Pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure	0.20	30.00
03/24/17	KPS	Conference with Brian Powers regarding conference with debtor and preparation for conference call with creditors' committee	0.20	139.00
03/24/17	BWP	Conference with Kenneth P. Silverman regarding regarding conference with debtor and preparation for conference call with creditors' committee	0.20	65.00
03/29/17	KPS	Review motion for an order extending exclusivity and memo to Brian Powers regarding motion by real	0.20	139.00



066648	Committee	Unsecured Creditors	Invoice # 118051	Page 8
		estate brokers for retention and related relief		
03/29/17	BWP	Conference with Kenneth P. Silverman regarding preparation for conference with creditors' committee on case auction status	0.20	65.00
	<b>Subtotal</b>	<b>Case Administration</b>	<b>3.20</b>	<b>\$1,579.00</b>
	<b><u>Claims Admin/Ob</u></b>			
03/01/17	RJF	Telephone call with Neil Bivona regarding DIP lenders balances due, pre petition debt structure	0.20	117.00
03/07/17	ACA	Continue lien analysis and revise memorandum	2.40	1,500.00
03/08/17	ACA	Continue lien analysis for bondholder claims	4.30	2,687.50
03/09/17	BWP	Telephone call with former student regarding proof of claim deadline	0.20	65.00
03/13/17	ACA	Review bond documents and revise memorandum	3.80	2,375.00
03/14/17	ACA	Revise memorandum regarding lien issues	1.30	812.50
03/21/17	KPS	Conference with Brian Powers regarding review and analysis of filed claims; assets sales; carve-outs and related issues	0.20	139.00
03/21/17	BWP	Conference with Kenneth P. Silverman regarding review and analysis of file claims, assets sales, carve-outs and related issues	0.20	65.00
03/27/17	RJF	Conference with Kenneth P. Silverman regarding status of claims and preparation for claims review with committee	0.30	175.50
03/27/17	KPS	Conference with Ronald J. Friedman regarding status of claims and preparation for claims review with committee	0.30	208.50
03/29/17	RJF	Analysis of initial claims portfolio gathered by Garden City Group	0.50	292.50
03/29/17	KPS	Conference with Brian Powers regarding disseminating claims analysis to creditors' committee	0.20	139.00
03/29/17	BWP	Conference with Kenneth P. Silverman regarding disseminating claims analysis to creditors' committee	0.20	65.00
03/29/17	BWP	Review claims analysis provided by Debtor's counsel	0.80	260.00
	<b>Subtotal</b>	<b>Claims Admin/Ob</b>	<b>14.90</b>	<b>\$8,901.50</b>
	<b><u>Creditors Meeting</u></b>			
03/06/17	RJF	Conference call with Official Committee of Unsecured Creditors discuss sale of Oakdale, IP address sale, secured creditor offer	1.00	585.00
03/06/17	KPS	Conference with Brian Powers regarding preparation for creditors' committee meeting; review real estate and secured creditor issues	0.50	347.50

066648	Committee	Unsecured Creditors	Invoice # 118051	Page 9
03/06/17	KPS	Prepare for and conduct conference with creditors' committee concerning case status	1.70	1,181.50
03/06/17	BWP	Meeting with Committee regarding case status and sales process	1.70	552.50
03/06/17	BWP	Draft agenda in connection with Committee meeting; draft correspondence to Committee members regarding same	0.30	97.50
03/07/17	BWP	Draft minutes of 3/6 Committee meeting	1.20	390.00
03/24/17	BWP	Review and reply to e-mail from Lori Zaikowski regarding Committee call	0.20	65.00
03/29/17	KPS	Conference with Brian Powers regarding preparation for conference with creditors' committee on case auction status	0.20	139.00
03/30/17	RJF	Conference with Kenneth P. Silverman regarding preparation for hearing on creditor committee objections to stalking horse sales contract and related asset purchase agreement issues	0.30	175.50
03/30/17	KPS	Conference with Ronald J. Friedman regarding preparation for hearing on creditor committee objections to stalking horse sales contract and related asset purchase agreement issues	0.30	208.50
		<b>Subtotal</b>	<b>Creditors Meeting</b>	
			7.40	\$3,742.00
<b><u>Fee Application</u></b>				
03/08/17	BWP	Review RSR Consulting compensation and expense report	0.40	130.00
03/09/17	BWP	Review Klestadt monthly fee statement	0.40	130.00
03/10/17	RJF	Conference with Brian Powers regarding FPM and K&S monthly fee statements and budget	0.20	117.00
03/10/17	BWP	Conference with Ronald J. Friedman regarding FPM and K&S monthly fee statements and budget	0.20	65.00
03/10/17	BWP	Review monthly fee statement of FPM Group	0.20	65.00
03/10/17	BWP	Revise legal bill for compliance with UST guidelines	1.30	No Charge
03/16/17	KPS	Conference with Brian Powers regarding status of preparation of monthly compensation statement	0.20	No Charge
03/17/17	KPS	Review and execute monthly fee request for fees and expenses as creditors' counsel	0.30	No Charge
		<b>Subtotal</b>	<b>Fee Application</b>	
			3.20	\$507.00
<b><u>Financing</u></b>				
03/06/17	RJF	Conference with Kenneth P. Silverman regarding secured creditor offer negotiations and interim DIP contemplated for March 14 hearing	0.20	117.00
03/10/17	RJF	Conference call with Sean Southard, Brian Pfeiffer,	0.30	175.50

066648	Committee	Unsecured Creditors	Invoice # 118051	Page	10
		Ian Hamel and Brian Powers, Lauren Kiss regarding interim DIP order and status of negotiations			
03/10/17	BWP	Telephone call with counsel to debtor and lenders regarding 3/14 hearing and sale status	0.30		97.50
03/13/17	BWP	Review proposed interim DIP order and budget (.3); review revised order sent by Debtor's counsel (.2)	0.50		162.50
03/21/17	RJF	Conference with Kenneth P. Silverman regarding DIP status	0.20		117.00
03/23/17	KPS	Conference with Ronald J. Friedman regarding continuing negotiations with secured parties concerning carve-outs	0.20		139.00
03/27/17	RJF	Telephone call with Sean Southard counsel to debtor regarding discussions with DIP lenders	0.20		117.00
03/27/17	RJF	Prepare for conference call with Brian Pfeiffer counsel to ACA and Ian Hammel counsel to Oppenheimer re DIP lender term sheet and potential resolution with secured creditors	0.30		175.50
03/27/17	RJF	Conference call with Brian Pfeiffer and Ian Hamel, counsel to DIP lenders and pre petition secured creditors regarding term sheet, clarifications and revisions	0.40		234.00
		<b>Subtotal</b>		<b>Financing</b>	
			2.60		\$1,335.00
<b><u>Litigation</u></b>					
03/01/17	RJF	Telephone call with Bob Rosenfeld regarding KPMG 2004 and pre petition lenders claims	0.20		117.00
03/01/17	RJF	Revise KPMG Bankruptcy Rule 2004 order and confer with Anthony C. Acampora regarding documents to be obtained	0.20		117.00
03/08/17	KPS	Conference with Anthony C. Acampora regarding potential discovery regarding board conduct	0.20		139.00
03/10/17	ACA	Conference with Kenneth P. Silverman regarding preparation for discovery for officers and directors	0.20		125.00
03/10/17	KPS	Conference with Anthony C. Acampora regarding preparation for discovery for officers and directors	0.20		139.00
03/14/17	RJF	Conference with Anthony C. Acampora regarding D&O claims and documentation regarding same	0.20		117.00
03/14/17	RJF	Conference with Anthony C. Acampora regarding KPMG auditor Bankruptcy Rule 2004 production request	0.20		117.00
03/14/17	ACA	Conference with Ronald J. Friedman regarding KPMG auditor Bankruptcy Rule 2004 production request	0.20		125.00
03/14/17	ACA	Conference with Ronald J. Friedman regarding D&O	0.20		125.00

066648	Committee	Unsecured Creditors	Invoice # 118051	Page 11
		claims and documentation regarding same		
03/14/17	ACA	Research director and officer claims issues	1.20	750.00
03/20/17	ACA	Revise KPMG Bankruptcy Rule 2004 order and application; conference with Brian Powers regarding same	0.30	187.50
03/20/17	BWP	Draft subpoena in connection with Rule 2004 motion for KPMG (.2); draft notice of hearing in connection with same (.3)	0.50	162.50
03/28/17	RJF	Telephone call from Foley Hoag counsel Euripedes Salminares counsel to KPMG; confer with Anthony C. Acampora	0.10	58.50
03/28/17	ACA	Telephone call from KPMG counsel regarding Bankruptcy Rule 2004 responses	0.20	125.00
03/29/17	RJF	Conference with Kenneth P. Silverman regarding preservation of sealed bids and prepare for hearing	0.20	117.00
03/30/17	ACA	Call with KPMG counsel regarding stipulation settling motion	0.10	62.50
		<b>Subtotal</b>	<b>Litigation</b>	
			4.40	\$2,584.00

**Plan/Disclose**

03/28/17	RJF	Confer with Sean Southard regarding issue relating to exclusivity and bridge order to be proposed	0.10	58.50
03/28/17	RJF	Review various correspondence emails relating to exclusivity motion scheduled by bridge order for April 26 @ 1:30	0.10	58.50
03/29/17	BWP	Review Debtor's motion to extend exclusive periods	0.80	260.00
		<b>Subtotal</b>	<b>Plan/Disclose</b>	
			1.00	\$377.00

For professional services rendered 84.20 \$40,710.00

**Atty/Para Summary**

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	14.90	625.00	\$9,312.50
Friedman, Jack B.	0.30	495.00	\$148.50
Friedman, Ronald J	23.80	585.00	\$13,923.00
King, Sheree B.	0.20	150.00	\$30.00
Powers, Brian W.	35.70	325.00	\$11,180.00
Silverman, Kenneth P	0.50	0.00	\$0.00
Silverman, Kenneth P	8.80	695.00	\$6,116.00
	84.20		\$40,710.00

066648	Committee Unsecured Creditors	Invoice # 118051	Page 12
Disbursements			
03/16/2017	FedEx Server to:Dowling College		10.71
03/16/2017	FedEx Server to:Klestadt & Winters LLP		10.71
03/16/2017	FedEx Server to:Mintz		10.71
03/16/2017	FedEx Server to:Schulte Roth & Zabel LLP		10.71
03/16/2017	FedEx Server to:ACA Financial Guaranty Corp.		10.71
03/16/2017	FedEx Server to:Office of the United States Trustee EDNY		10.71
03/16/2017	FedEx Server to:Klestadt & Winters		10.71
03/20/2017	FedEx Server to:c/o RSR Consulting		10.86
03/20/2017	FedEx Server to:Klestadt & Winters		10.86
03/20/2017	FedEx Server to:Mintz		10.86
03/20/2017	FedEx Server to:Schulte Roth & Zabel LLP		10.86
03/20/2017	FedEx Server to:Schulte Roth & Zabel LLP		10.86
03/20/2017	FedEx Server to:ACA Financial Guaranty Corp.		10.86
03/20/2017	FedEx Server to:Office of the US Trustee/Eastern Dist.		10.86
03/23/2017	Postage		1.82
TOTAL			<u>\$152.81</u>
<u>Disbursement Summary</u>			
015	Postage		<u>\$152.81</u>
			<u>\$152.81</u>
Previous Balance			\$56,775.54
Balance due			<u><u>\$97,638.35</u></u>